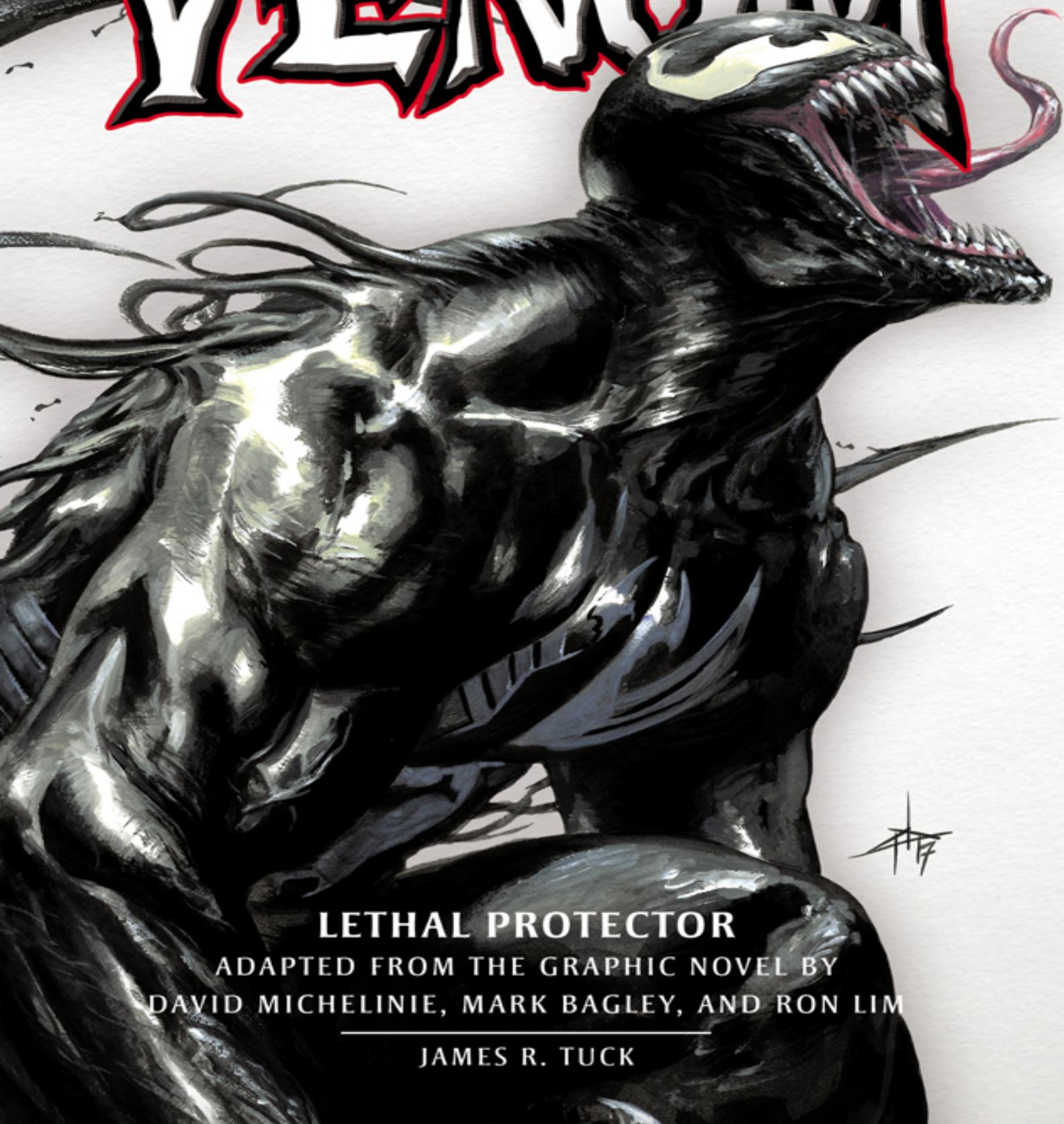


MARVEL

A NOVEL OF THE MARVEL UNIVERSE

VENOM



ATF

LETHAL PROTECTOR

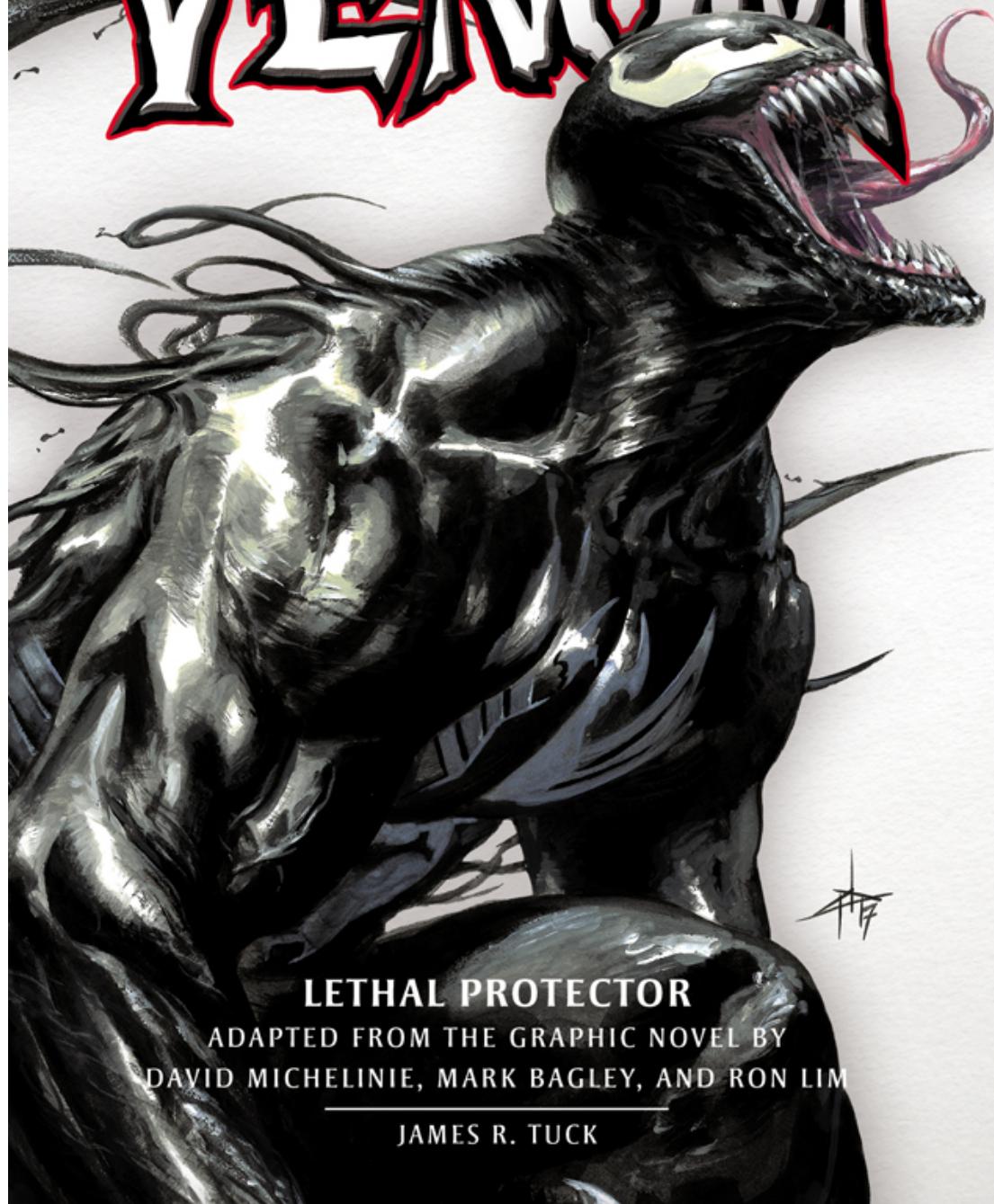
ADAPTED FROM THE GRAPHIC NOVEL BY
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A NOVEL OF THE MARVEL UNIVERSE

VENOM

LETHAL PROTECTOR



JAMES R. TUCK

Adapted from the Graphic Novel by
DAVID MICHELINIE, MARK BAGLEY & RON LIM

TITAN BOOKS

MARVEL



MARVEL'S VENOM: LETHAL PROTECTOR

Print edition ISBN: 9781789090468

E-book edition ISBN: 9781789090604

Published by Titan Books

A division of Titan Publishing Group Ltd

144 Southwark Street, London SE1 0UP

www.titanbooks.com

First edition: September 2018

10 9 8 7 6 5 4 3 2 1

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Cover art by Gabriele Dell'Otto

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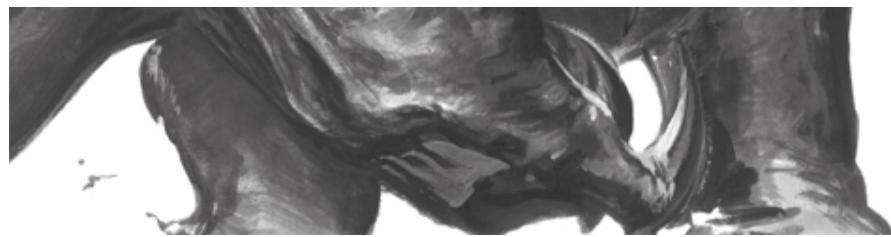
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A CIP catalogue record for this title is available from the British Library.



Dedicated to all the people out there, no matter how flawed they may be, who
strive to protect the innocent.







DARK SOUL DRIFTING

1



San Francisco, California

THE SUN had dropped below the upper edges of the tall buildings around him more than an hour ago, so the crumbling granite facade was cool enough to make his shoulder ache as he leaned against it. The shadow leeched away the warmth, but it also provided him cover—a blind from which to hunt—and so he stayed still. His only movements were ragged breathing, a symptom of the illicit drugs that kept him going, and the glassy slide of his predator's eyes.

Jimmy spotted her when she turned the corner, her skirt flipping and flapping around exposed legs, waving at him, drawing his attention. She was as slim and sharp as the five-inch stiletto heels that matched her deep-purple tube top and skirt as she approached briskly from the direction of the Theater District. Either her date had gone badly, or she was the only one of a gaggle of girlfriends cheap enough to risk parking in the Tenderloin, instead of ponying up the cash for a valet.

It didn't matter which.

Taking her in with his gaze he studied her, assessing her with all the criminal expertise he had gained over the years. He'd bet she didn't have a weapon—not in the thin designer purse that hung low by her hip, and certainly not hidden in that dress.

She probably had money, though.

Pushing off from the cold building wall he began moving toward her, determined to reach her before another hunter could pick up her scent.

* * *

IT'S NOT much farther.

A twinge of pain ran up the side of Lydia's calf, a hot little electric jolt of it as she picked up her pace. Not running—that would be impossible in the knockoff Giuseppe Zanottis strapped to her feet—but moving with intent. They looked close to the fifteen-hundred-dollar shoes they mimicked, but felt like the twenty-five bucks she'd paid for them. She could hear her sister, forever in flats and sandals, the words ringing in her ears.

High heels are designed by men to make it harder for women to run away.

If she didn't watch her step on the uneven sidewalk, a sidewalk left unrepaired for over a decade, the shoes would toss her into the street. So she kept her eyes down, watching her step, refusing to berate herself over her choice of parking. She wouldn't.

She didn't have the means that Layla had, hadn't lucked into the good position Maria had snagged. It was just her minimum-wage job, her too-expensive apartment with four roommates, and her twenty-five-dollar knockoff shoes.

To distract herself she thought about the Tenderloin and the stories her father had told her, about how it was named by a former San Francisco police chief who, when

transferred to the district, claimed that with the amount of graft and bribes he had begun receiving, he could “stop eating chuck steak and start eating tenderloin.”

She also remembered telling that story to Brad the Cop on their second date and his condescending response that the Tenderloin got its name from the tender loins of the prostitutes who worked the streets after dark.

That was their last date.

She glanced up to see how low the sun had dropped. As she did, she felt hard hands close around her arms from behind.

Her mind went blank with surprise as the hands dug deep into her flesh and propelled her sideways into the opening of an alley. One heel on her twenty-five-dollar knockoffs snapped at the change in direction and she stumbled, held up only by the grip of the person behind her.

She was too scared to utter a sound.

* * *

HE FLUNG her against the back wall of the alley, snagging the strap of her purse as he let her go. It caught in the crook of her elbow, slewing her around as she staggered, knocking her hip into a metal garbage can so full of trash it didn’t even rock as she bounced off it and against the bricks of the wall.

As he tore open the purse she stood there, frozen, staring at him, holding onto the wall behind her. It took a couple of seconds to find the two fives and a ten that were the only money in the purse. Fury building inside of him, he crumpled the bills in his fist and waved them at her.

“This ain’t nothing but chump change, lady!”

She didn’t speak, just stared open-mouthed through a whorl of wavy brown hair that had stuck to her face. Her eyes were wide.

Jimmy liked that.

"Maybe I'll hafta take my pay some *other* way!" he snarled at her, enjoying the raw fear of her expression. He lunged forward, clamping his hand over her mouth, her teeth hard against his palm. This close he thought he could smell it, the copper tang of terror that hung between them like ozone, crackling in his nose, lighting up his adrenal glands in a tight clutch across the small of his back.

"That scare ya?" he asked as he leaned close enough to make her cheek moist with his breath. "Good! I always like seein' fear in my victim's eyes."

Then he realized her eyes weren't focused on him, but were looking up and behind him. A tiny whimper escaped her lips.

"What a coincidence!"

The snarling hiss of a voice came from above. It wasn't quite human. The filtered light of the falling sun cut out, dropping predator and prey both into shadow. The chill that ran up his spine didn't come from the sudden dark, however.

"*So do we!*"

He turned to find the darkness falling on him, broken only by the stark white impression of a spider, two pale Rorschach blots, and teeth... so many teeth in a raw red mouth.

The thing was human, sort of, but it was big. *Really* big. It dropped down beside him, all swollen muscles coated in inky darkness. Tendrils of the blackness swirled off of its limbs, looking like windblown ink as the newcomer hunched there. Instantly it shrugged upright, turning toward him, and he realized the white splotches were eyes. Eyes that were blank and menacing on the round head of the creature. Eyes that hovered over the mouth full of murderous teeth.

Those eyes broke him, shut down every bit of feral courage the streets had instilled in him. His guts went to

water and his knees went to rubber, and even though he still clung to his victim, Jimmy wanted nothing more than to flee.

Before he could turn to bolt, to run, to escape, the creature's hand shot up, black claws clamping on his throat like a collar.

"You're despicable!" it gritted as he felt the sharp bite of talons digging into his neck, stabbing under his jaw. Sharp points separating skin in spikes of pain he felt even though his brain had gone into screaming, staticky panic.

"You and all your kind..."

The talons flexed, digging deeper for purchase. The muscles bulged in the black-covered arm, and Jimmy was in the air, feet flailing off the ground. He hung in that grip for only the briefest moment. A blink. A thought. A nanosecond came and went, and he was moving.

Fast.

In a violent crash, he slammed into the brick wall. A brilliant flash of white light exploded in his head. The impact drove all the air out of his chest but cleared his mind enough to hear the creature as it continued to growl.

"Preying on the *defenseless*, bringing nothing but *misery*!"

Pinned to the wall by a clawed hand that was crushing his windpipe, Jimmy's whole world became the creature—its blue-black skin, its blank eyes, its teeth bristling from a low-slung jaw. It growled and jerked the hand that was holding him, bouncing his skull off the brick in a teeth-clacking rattle.

"Pain!" it growled, jerking him again.

He couldn't breathe.

"DEATH!" it screamed.

He gurgled behind gritted teeth and his eyes went even wider as inky tendrils rose off the creature's arm. Swirling, reaching for him, until they caressed his face gently and he

was reminded of his granny's frail fingers as she used to stroke his cheek before tucking him into bed with a prayer.

"You make us *sick*," the creature hissed.

Still choking in the grip of those talons, Jimmy sucked in a long rasp of air through a throat that felt as if it was coated in ground glass. Desperately he opened his mouth to gasp.

"Wh-what're you—?" he choked.

The hand flexed and his mouth gaped open, trying to pull in oxygen for his lungs. The tendrils waved eagerly in front of him, as if encouraged by his fear, feeding on his desperation. They went blurry as his vision began to slip away in a red-rimmed haze of black static. Then they swirled together and plunged deep into his mouth, slithering up to fill his nostrils.

Raw, primal panic engulfed him as he choked and the darkness invaded each cavity, shoving its way to fill his sinuses, cracking his esophagus as it poured into his lungs, rupturing them like overfull water balloons.

As Jimmy died, he never got a chance to scream.

* * *

LYDIA TRIED to be very, very still.

Inky tendrils pulled away from the dead criminal's face with a sickening wet sound, reeling back into the skin of the hulking creature. The taloned hand opened, letting the body fall to the filthy concrete in a boneless pile. Still she didn't breathe, even though she wanted to scream.

"It's over," the creature said, looking down at the corpse. "Now you'll do nothing but decay, running in rivulets of rot and corruption. Mingling with the rest of the filth in the sewers of—"

The creature stopped. She didn't move. Her muscles were locked, like a rabbit frozen and trying to remain

invisible. But the creature still turned toward her, and...

Smiled.

“Oh.” Its voice rose, sounding more human and becoming almost... playful? “Forgive us,” it said. “We’re being *rude*.” It turned until it was facing her, stepping into the weak, watery light that fell from above, causing its ebony skin to break into blue highlights.

“Hi! We’re *Venom*.”

She couldn’t speak, couldn’t respond, even though she could tell that was what the creature... *Venom*... wanted from her. She could only stand, braced against the dirty brick of the alleyway wall, eyes pinned open and unblinking as she watched *Venom* bend and pick up her purse from beside the cooling corpse of her assailant. The strap snagged on something as *Venom* lifted it; he pulled it free and pushed it into her hands.

She grabbed it out of instinct.

“Here,” *Venom* said. “You’re safe now.”

Without taking her eyes off the monster that stood before her, she scrabbled at the purse’s clasp, opening it, and reaching inside.

Venom’s hand shot out, talons extended.

She flinched.

He patted her head.

Once. Then twice. As if she were a pet.

“No, please, there’s no need to thank us.”

Lydia pulled her phone out of the purse. The screen had cracked at some point in the struggle. Between that and her trembling fingers, it took three swipes to open up the camera.

Venom leaned back, watching as she lifted the phone between them. The white blots of his eyes widened and his mouth stretched impossibly to expose each and every finger-long tooth. Spittle ran off the needle-sharp tips, slipping down his chin and running off his massive chest.

It took a long moment for her to realize he was smiling.

The phone flashed as she hit the button to take the picture.

Venom nodded.

“You get a photo of our handsome face, and we get the reward of your joy.” He nodded again. “It’s enough to send me leaping happily on my way!” With that he crouched, muscles bunching along his thighs and lower back. In a blur he leapt twenty feet up the side of the building, digging into the bricks with talons and scrabbling upward as he disappeared from her sight.

Lydia watched numbly, then peered down at the phone. With motions that came automatically she shared the picture to her social media. As the image of Venom began zooming across the internet, she looked down at the dead criminal at her feet.

She began to scream and ran toward the entrance to the alleyway, struggling with her missing heel.

2



THE LAST waning rays of the sun shining in from the Pacific were warm against his skin as he swung between buildings. He stretched through the open air, moving like ink through water. Reaching forward, he enjoyed the pull as a bit of him *thwipped* out of the back of his hand, a supple cord of symbiotically generated thread in the form of a line of webbing.

It hit high on the building in front of him, latching onto the stone and metal. His hand turned instinctively, rolling his wrist smoothly as the web line broke free from himself, then catching the end. Gravity pulled him down, his weight stretching the line until he gave a sharp pull, swinging himself back up in an arc, moving quickly over the streets below.

He loved web-slinging.

Reach, shoot, *thwip*, snag, swing, pull, release, repeat.

It felt good.

He felt good.

“Yes, I agree,” he said aloud to his Other. Venom was an individual made of two parts, human and otherworldly

symbiote combined to create a new creature. "Protecting innocents is satisfying indeed," he continued.

Reach, shoot, *thwip*, snag, swing.

Pull, release, repeat.

"After all, we were innocent once" —he pulled left, veering smoothly around a water tower— "before that vile Spider-Man shattered our lives!" Swinging over a wide street made wider by streetcar rails, he let go of his web and dropped, still talking as he fell. "You, my alien friend, were rejected when you tried to bond with him, to become his living costume" —he arched, dropping fast at an angle toward the streetcar that was trundling along the rails— "a gift I accepted gratefully!"

Venom sprung the moment his feet struck the metal roof of the streetcar, leaping high and shooting a new line of webbing. He ignored the startled outcry of the streetcar's passengers.

"Once, as Eddie Brock, I was a journalist, and a good one at that," he said, frowning beneath his artificial skin. "But that was obliterated by the Web-Slinger's callous, self-serving publicity ploys!" Swinging high, momentum carrying him over rooftops, he went silent—listening to a voice with no sound—and scanned the street below. "True," he said, "in his own twisted way, Spider-Man also helps innocents. That's why we've... *reconciled* our hatred and come here, to the town where I was born, to start our life anew."

Giving in again to the exhilaration, he hopped from one rooftop to another, coming to a stop on the top of a dilapidated old hotel. Crouching on the edge of the parapet he looked down. Once the building had been covered in a lovely ivory-toned plaster veneer, but most of it had cracked and fallen off, leaving wide patches of exposed brick. The fire escapes were more rust than iron, their brackets holding them loosely on the side of the building. All of the windowsills were peeling paint in long flat strips.

His symbiotically enhanced sense of smell picked up the scratchy scent of asbestos dust as it rose on warm air currents, up through the ventilation duct on the roof next to him.

“Yes.” He rose, standing with his toes hanging off the edge. “It will be difficult, but as long as we have each other —” Venom stepped forward, off the parapet and into empty air. He dropped like a stone, the symbiote shifting around him, changing, retreating, transforming into street clothes.

Eddie Brock’s feet struck the ground with hardly a sound, and he stood for a moment in the alleyway.

“—we will survive.”

Eddie glanced around. Reassured that no one had seen him drop from above, he stepped out onto the street.

“First things first,” he said. “Lodging.”

He turned the corner, moving toward the entrance of the flophouse. Traffic passed him on the street, and a car pulled up behind him.

* * *

“SIMON!” OFFICER Art Blakey said, his voice sharp as he leaned forward, fingers typing on the keypad of the patrol car’s computer. “Pull over while I check something.”

Officer Simon Powell pulled the car over to the sidewalk in front of a flophouse. Turning off the ignition, he waited silently. Blakey had an annoying habit of making demands without explaining, but Powell was too used to it to be irritated. His eyes went to scanning the streets, passing over the homeless, ignoring the streetwalkers who gathered on the corners, but ever watchful for tourists who may have wandered there from the better parts of town.

He knew what counted with the Chief.

“There.” Blakey pointed at the screen as a mugshot appeared, then flicked his finger toward the flophouse

where a musclebound man was reaching for the door. The guy wore a loose, sleeveless shirt and blue denim jeans. He had sandy hair cut flat on top and long in the back. "That look like Edward Brock to you?" He peered at the screen. "Hair's different, but..."

"Could be." Powell studied the image as the guy stepped inside the flophouse. "Can't tell from here."

"Says here he disappeared back east—Chief warned us he might hit town." Blakey scrolled through the listing. "Says his father still lives in the Bay Area." Tapping quickly on the keyboard, he pulled up the photos that were everywhere on social media. Venom. "Guess Eddie decided he was homesick."

Powell nodded. "Better make sure before callin' it in, though."

* * *

THE OLD man shot Eddie a side-eye as he signed the register. It bothered him, the wariness, the distrust. This man didn't know him. He had no reason not to trust him.

The flophouse held the sour smell of cheap wine and unwashed humanity. There was a crudely lettered sign on the peeling plaster wall.



Eddie knew he looked more together than the other occupants who had scrawled their names above his. He wasn't homeless.

Well, he had been, but not now.

"We've got a five-night special," the old man said, pushing his glasses up on his nose. "Save you some money."

"No," he answered. "Just one night, we'll—" He cut himself off. He wasn't wearing his Other on the outside. As it was, the old man frowned—most likely he thought Eddie would be bringing in a hooker. "I'll let you know tomorrow if I need the room again."

The outside door opened behind him, and the rush of traffic came rolling in from the street. He didn't turn, just kept signing his name. It had changed over the years, become more elaborate as the symbiote added a long line that jigged and jagged and swirled back in on itself. That was its own signature, he supposed.

There was a bark from behind him.

"Keep those hands where we can see 'em, fella! We just want to ask you some—"

He turned and looked over his shoulder. Two cops flanked the door, both with service pistols in their hands. One of them—a guy with a moustache—had his weapon pointed at Eddie.

He let the pen drop to the floor by his feet.

"Holy geez!" the cop said. "I-it *is* him."

"Y-you're under arrest, Brock" —the other cop swung his gun toward Eddie, as well—"for murder."

Inside Eddie his Other surged, still not breaking concealment, but rushing under his skin. It recognized the threat and wanted to burst forth, to tear these two intruders apart, to end the threat they posed, quickly and decisively. Yet it didn't, staying inside—because that was what he wanted.

The rage still boiled through him.

"Even here," he muttered. "No peace."

The cops stared, the tension in the claptrap hotel palpable as the potential for violence pressed like an oncoming thunderstorm. Moustache's hand trembled, his finger tightening on the trigger as he steadied it.

Ducking and spinning, Eddie rolled his shoulders, the movement flinging his hands toward the two policemen.

The symbiote rolled out, covering his fists, climbing up his arms and coating them in ebon. Webbing shot out from his wrists and zipped across the room in long, fluid arcs, striking the guns with a wet slapping sound. It engulfed the weapons and the hands that held them, wrapping them in layers of tough, sticky membrane before a single shot could be fired.

“We don’t want to do this,” Eddie said as the symbiote spilled up his chest. “We know you’re just doing your jobs, and fine jobs they are.” The inky symbiote flowed up over his face, replacing his features with the long-toothed grin and blank splotchy eyes. The cops stood transfixed with horror at the transformation, tethered to Venom by the unbreakable strands of webbing that stretched between their hands and his.

“This hurts us.” Venom rolled his arms, wrapping the webbing around taloned hands. “Almost as much as it does you!” With a minimum of effort he yanked, spreading his arms wide and jerking the officers off their feet, swinging them to either side. Moustache struck the wall and was unconscious on impact. His partner crashed against the stairwell and fell hard on his face, where he lay groaning.

“Oh, and before I forget...” Releasing the strands, Venom stepped back over to the counter and leaned in close to the clerk, obscenely long tongue lolling from his mouth, spittle dripping from his lower jaw. “Cancel that room.”

The old man gulped and looked as if he might have pissed himself.

“Y-y-you bet!”

Venom spun and peered at the officers, but neither moved, so he bounded toward the exit. Crossing the room in two long leaps he hit the door and crashed out onto the street. The sidewalk was busy with people and several bystanders turned, gasping at him as he glanced around, deciding which direction to go. A woman grabbed her husband by the arm and pointed.

“Buster! Wh-what is it?”

“Hey,” Buster said, raising his phone. “I seen him on *60 Minutes!* It’s some crazy guy—they called him Venom. I think he’s in cahoots with Spider-Man or something.”

Too many people. Venom crouched, tensing. *We need to get away.* The muscles in his legs flexed like steel springs and he leapt, rising into the air as he flung out a web to swing away. Behind him he heard the click of a phone camera.

“Babs, honey,” the man said, “this is going to pay for our vacation!”

3



Manhattan, New York

“NICE PHOTOS, Pete.”

Peter Parker rubbed the check between his fingers. A check. Only J. Jonah Jameson would still write a paper check anymore. Peter didn't know if he did it to hold onto his money for as long as he could, or if he got joy from the inconvenience depositing a check would bring to the people who dared to take his money.

Knowing the ornery old cuss, it was probably both.

“Thanks, Ben.” Peter looked over at the reporter who had spoken. “I'm just glad Robbie bought them. I can use the cash.” *Not that it's enough to cover the bills, but it's close.*

Ben Urich sat at a desk, his screen displaying the home page of the *Daily Bugle*—the newspaper for which they both worked. Another part of the screen showed the United Press International website, and he clicked on a link.

“Too bad Venom didn't resurface here,” Urich commented, watching a clip through the bottom of his bifocals. “Pictures of him always sell.”

“Yeah, I—Venom?” Peter turned suddenly as the words sunk in. “What about him? Where is he?” Urich enlarged

the clip so that it filled the screen. It was a shaky video of a dark, muscular figure seen from behind, swinging away.

On a web.

Urich clicked on another link—this one for a popular social media site. There he located a series of still photos, grainy and several of them too blurry to make out. Even so, there was no mistaking the subject of the photos.

Venom.

“Just came up,” Urich said. “Some tourist took the video of Venom in San Francisco, after a run-in with local police. Sold it to UPI. A woman who said he’d saved her from a mugger took the photos.” He peered at the account, and his expression darkened. “Guy was found dead in an alley,” he said, then added, “Guess Brock’s someone else’s problem this time.”

“Uh, right,” Peter said absently, staring at the screen. Straightening, he shoved the check into his pocket. “Look, Ben, I gotta run—MJ is waiting on me.” He turned away as Urich muttered a goodbye, tossing a hand up over his shoulder.

Peter walked down the hall of the seventeenth floor of the *Daily Bugle* building, thoughts and memories churning in his mind.

Venom.

I was wondering where he’d gone.

Instead of leaving the building, however, he ducked down a side hall that led to the original morgue—a cavernous room lined with metal shelves that held physical copies of the newspaper dating all the way back to its creation in 1898. He was alone—no one visited the morgue anymore, not since all of the issues had been digitized and made available via the paper’s network. Old habits died hard, though, and what he really wanted was the privacy to think. The subtle smell of all that ancient paper always calmed him. In the years since he’d begun shooting pictures for the *Bugle*, he had sought it out time and again.

It didn't help tonight, however. His mind was far too troubled for the gentle aromatherapy of the past to be effective.

Now that I know where he is, what do I do? He paced the rows of bound volumes. *After all, in a way, I'm responsible for Venom's existence.* His thoughts raced back, to a time before Venom.

* * *

SPIDER-MAN AND many of Earth's heroes had found themselves on an alien planet, caught up in an impossible war. His spider-suit had been shredded, replaced by a black fabric that responded to his very thoughts.

He thought it was a uniform.

A really, really cool uniform.

Looking back, he should have known it was too good to be true. Before long, though, he discovered the truth. It wasn't a smart fabric—the uniform was a *living thing*. A symbiote, an alien creature that sought to graft itself to him, to bond with him.

Forever.

The horrific memory made him shudder involuntarily. He would never forget the sensation of having that thing in his *head*. Peter remembered the ways in which he and his allies tried to remove the symbiote, the excruciating pain as the alien clung to him, furiously refusing to let go. Finally they discovered the creature's weakness—to sound. In a touch of irony, it was the grinding tolls of cathedral bells that ultimately freed Peter from his parasitic rider.

To all appearances, the alien was dead.

Yet it wasn't through with him. Eventually Peter pieced together the events that brought Eddie Brock into the picture. Brock had been a journalist for a rival newspaper,

a star on the rise whose investigative reporting had revealed the identity of a serial killer.

Until, as Spider-Man, I captured the real murderer. As quickly as his fortunes had skyrocketed, they plummeted to earth. Brock lost everything. He was fired by the *Globe*, and no other news outlet would have him. His wife Anne divorced him, his life spiraled into depression, and through it all he blamed Spider-Man for his downfall. Caught in a suicidal loop, Brock sought solace in a cathedral.

Eddie's special mix of rage and despair must have been like a light in the darkness, Peter mused. In that place of worship, Brock's churning emotions drew out the eager symbiote, reveling in the hatred of a shared enemy, and together they became the creature called Venom.

The one foe I can't detect with my spider-sense.

An enemy who knows my true identity.

Sitting in the quiet of the morgue, Peter recalled the many times Venom had sought to kill him, terrorizing the ones he loved. In his own warped way, Venom maintained a code of honor, claiming to care for the innocent. Yet Peter couldn't ignore the people Brock had killed—from civilians to guards at the Vault, the prison where he had been held. In the midst of their most recent encounter, Brock's ex-wife had nearly become the latest casualty, only to be saved by Spider-Man.

"They say you're crazy, but you've never been so stupid."

Those words, spoken by Brock's ex, brought him up short. Faced with the undeniable truth—that Spider-Man too protected the innocent—Venom agreed to a truce.

"You don't come after me, and I won't come after you..."

Venom's hissing growl came back to him, so bold in his thoughts that it almost seemed as if his monstrous foe were there, whispering in his ear. What choice had he had, Peter mused for the umpteenth time. How long would it have been before Venom killed someone important in his life?

Mary Jane, Aunt May... Through the symbiote's memories, Brock knew about them all.

What could I have done differently? Yet here he was again, watching Venom's latest exploits. A different city, a different coast, yet the same old body count. *Brock is seriously disturbed, and a killer. Can I live with myself if I don't try to capture him... no matter what the personal cost?*

Peter knew the answer. Taking out his phone, he hit the number and waited for her to pick up.

"Hello, Mary Jane. Could you pack a bag for me, sweetheart? Something's come up and I have to go to California." Before she could ask he said, "I'll tell you more when I get to the loft."

4



Mojave Desert, California

HEAT.

Frying pan, blast furnace, lava, hell... she didn't care what descriptor was used, it was *hot*. Although blast furnace felt most apt, what with the roaring wind that beat her incessantly, wicking away every bit of moisture from her body. Her tongue felt as if it had transformed to cardboard in her mouth.

But she kept running.

A gleam sliced the vision out of the corner of her eye and she dove, rolling across the creosote brush, ignoring the tough, stabbing sticks of it. Bullets chewed the dirt where she had been just before her dive. A drone swooped up with a whining hum, curling its flight back to take another run at her.

She was up on her knees, digging into the strafed desert floor, fingers scrabbling. The dirt scratched the pads of her fingers, drawing blood that was soaked up immediately in the silica dust.

The hum of the drone grew louder.

Her fingers found what they searched for.

From the dirt she pulled out one of the spent bullets. It sat heavily in her palm, nearly two ounces of lead crumpled upon impact into a misshapen wad.

The hum of the drone was close, close enough that the wind brought to her ears the *click-clack* of the drone's targeting system, engaging as it drew near.

Moving quickly, she stripped the laces from her boots, then tore the bottom of her olive drab T-shirt into a roughly square patch. Working with a flurry of speed, she tied knots in the ends of the patch, then wrapped the laces around each knot in a cinch. Pushing to her feet, she dropped the lead wad into the pocket of her makeshift sling.

The drone dropped, angling toward her as she began spinning the sling around her head.

Don't move. Still. Still.

The drone zoomed toward her.

Closer.

She had one shot. *Exactly* one shot.

If she moved a step to either side, the drone would adjust its flight path and she would miss.

Projectiles filled the air as the drone began firing. Still she stood her ground, swinging her weapon, finding her rhythm, waiting for her moment as the drone zipped closer. Bullets like angry red-hot hornets shredded the air around her.

Almost...

Almost...

Now!

She let fly the wad of lead, instantly losing track of it in the warped, heated air.

Then it struck. The drone wobbled violently, its guns locking up as circuitry inside it began to short out from the damage done. It veered sharply, banking into the earth in a cloud of dust.

The humming stopped.

Donna Diego untied the laces from her sling, put them back in her boots, and began moving toward the drone that smoldered and smoked on the desert floor.

* * *

THE CINDERBLOCK building barely peeked above the surface of the desert, buried deep to escape notice—and the heat. The man standing outside watched her emerge from the mirage caused by the waves rising off the silica. He wore a dark suit, fully buttoned and fully trimmed, as if it were a fall day in Paris.

"I don't understand how you can dress like that in these temperatures, Mr. Drake," she croaked, her throat a clenched fist of dehydration. He studied her coolly, taking in her ropey muscles carved from intense training, the determination so hard-set in her wind-burned face. And the pair of machine guns ripped from his drone that filled her hands.

He chuckled. "It just takes practice, Ms. Diego."

She lifted the weapons. "Do you want these back? I used them to take out the rest of those killbirds you had on my trail."

He pointed to the left of the bunker. "No, you may put them over there in the desert."

Donna took a few steps and hurled the salvaged guns. They arced and landed in the dirt with a clatter of metal on metal. Off to her left, four more figures appeared on the horizon, moving toward them, and she immediately wanted to retrieve the discarded firearms.

"We have incoming," she called over her shoulder.

Carlton Drake stepped up beside her.

"That will be Carl Mach, Leslie Gesneria, Ramon Hernandez, and Trevor Cole. They are the only ones—besides you—who successfully completed the course."

The shapes became more defined, looking more like humans even through the wavy, blurred atmosphere.

“What happened to the ones who failed?”

“That’s... none of your business,” he said. “In failing, they are of no consequence. For this project we only seek the best of the best.”

She gave a short whistle. They had started the trial that morning with sixty people.

“Five of us will be enough?”

Carlton Drake smiled. “Five of you can fix the world, Ms. Diego.”

5



San Francisco, California

LAST NIGHT had been spent on the roof of a bakery. He rarely needed much sleep, and today he awoke in the early dawn hours to the scent of bread and pastries drifting around him. His shoulder ached a bit from lying propped on a parapet, but the pain dissipated when the California sun warmed him through the leather jacket.

Which wasn't really a jacket at all.

His Other, the symbiote, transformed itself into any type of clothing Brock might think of, and in the cool night a slick motorcycle-style jacket and jeans had sprung to mind. He didn't order the symbiote to form into any particular outfit, it just plucked the desire from his subconscious. That connection had hummed inside his brain from the moment they had bonded, a low-level empathic interface that bypassed logic. Such intimate communication enabled them to function as a single entity when they were Venom.

Even so, Eddie always found himself talking to the symbiote.

Out loud.

“I have to admit,” he said, strolling along a path in Del Río Park, keeping his voice low and even. No one was close by, though he heard the murmur of voices in the distance. “I feel a little lost. You were born on another planet. You have an excuse for being alone, but I grew up in San Francisco and now I can’t even rent a room here without being arrested!” He shook his head sadly. “I—”

The symbiote tickled an image from his subconscious, bringing it up for Eddie to see in his mind’s eye.

“Hmm?” The sound came from the back of his throat.

“Contact my father?” he said, and the sound turned to a growl. “Never! The last thing I’ll do is ask that ice-blooded monster for help.” The image faded as the symbiote relented. In its absence, Eddie stopped, considering.

“No, it’ll be a cold day in hell before I call him, but...” he said to his Other, and to himself, “...what, then?” He began walking again. His feet scraped the rough concrete as trees loomed overhead, varying between elms, palms, and the shorter ficus. His contemplation deepened.

The sound of voices grew louder.

“Without a career, without Spider-Man to ravage, without some ambition...” he said, and he trailed off again, not knowing where to go with that thought. As the consequences of his situation began to fall on him he leaned against one of the trees. Gulls wheeled overhead as he stared at a group of men and women, young and old, wearing tattered, dirty clothing and gathered around a circle of overloaded shopping carts. “We could end up like those poor homeless people over there,” he said, “trundling our sad possessions in grocery carts from shelter to... eh?”

Half a dozen or more figures approached the group. They were big men in cheap suits—not even off the rack, but off the back of a truck. Ill-fitted and made of cheap polyester blends, they bunched at beefy joints and pulled in shiny folds across broad shoulders. They strode toward the homeless, projecting a bubble of potential violence.

Eddie could pick out a thug a hundred yards away. These thugs were considerably closer.

* * *

VIETNAM TOM shifted from leaning on his cart. He wasn't old enough to have served in Vietnam, no—he'd taken his shrapnel in Kuwait, in Operation Desert Storm, but "Kuwait Tom" hadn't caught on when he'd finally had enough of the system that refused to treat him like a human and dropped down to the streets. Here last names replaced first names, and otherwise people picked up handles, nicknames, monikers, and sobriquets. So he'd been Vietnam Tom for as long as he could remember.

Tom had lost so much of his former self, but he hadn't lost it all. His situational awareness—grafted into his DNA in boot camp—was still intact, and at the moment it was sounding the alarm. A group of men in suits were moving toward his group.

They'd gathered there to share the news and information of the day, gleaned on the street. Engrossed as they were in conversation, the rest didn't see the approaching threat. When the newcomers left the walking path and began moving over the grass in their direction, he stood as straight as he could and locked his hands on the front of his cart.

"Here comes trouble," he said. It had to be Treece.

Elizabeth looked up and gasped, causing young Timothy to grab her hand. Nathaniel, always looking for trouble, dropped into a defensive crouch. A few folks pushed their carts into the bushes and all conversation stopped—all except for Space, who was flying to Jupiter in his broken brain. He just kept muttering to himself.

Tom lifted his chin and tensed, using his cart to brace himself. He would be hit first. His legs hadn't worked right

since shrapnel had taken him out of the action at Medina Ridge. Running wasn't in his tool kit anymore, so he braced himself.

He still wasn't ready when the violence took him.

The first blow hit him between the shoulder blades, knocking him forward into the cart. He didn't let go, even though he couldn't see past the white flare of pain across his eyes. It was his cart. *His*. He rescued it from a grocery store and he had kept it, pushing it around the city of San Francisco for almost a decade now.

It.

Was.

His.

Vietnam Tom wouldn't let it go unless these men killed him.

His eyes started to clear as he tried to drag his feet back under him to stand. The other thugs rushed past him, going after his friends, but the one who'd hit him stayed back, ready to dole out more punishment.

Tom had a broken wine bottle in the cart, kept there for protection. It was jagged and wicked sharp, wedged between a bundle of plastic from an abandoned garage and a pair of boots that didn't fit him snagged from a construction site. He'd never pull out the bottle, though, unless he was going for the kill.

Was this the time for that?

It was daylight. There were people nearby enjoying the park. These guys wouldn't use lethal force. He might have to take a beating, but he wasn't going to be killed—not here, not in the sun. No, the bottle wasn't an option.

Then a blow that felt like it came from a hammer hit the back of his skull, and for a second he was back in the desert being blasted by the grenade that sent him home to a hospital bed. There was so much force behind it his feet lost touch with the ground and he fell, his cart tipping, all his possessions spilling across the concrete.

His broken bottle shattered with a shrill chime of busted glass.

Through the throbbing pain that wracked his body, as he lay among the shards of his only defense, he realized he might have been wrong in his assessment of the situation. He began praying he wouldn't be killed there in the sun.

"We warned ya to find somewhere else to set up housekeepin'." The man leaned down, speaking through gritted teeth. "Now we're gonna give ya a place to stay—the hospital! I hear they serve soft food there." He lifted Vietnam Tom up by the lapel of his coat, drawing a fist back to deliver on his words. "Ya won't even miss yer teeth!"

Tom closed his eyes, waiting for the blow. His attacker jerked him up, and then dropped him with a grunt, sending him falling to the sidewalk. Tom lay there, confused, and opened his eyes to find a new person on the scene.

The guy held the thug by his shoulder. He was big, with muscles that said *weightlifter*. His leather jacket seemed to drink up the sunshine, with no gleam of polish on it anywhere.

"Leave them alone," the man said.

The thug jerked back a step, pulling free.

"Oh man, did you ever make a mistake." Instantly his hand was under his jacket and back out again, holding a blocky semiautomatic pistol.

The new guy just stood there. He didn't move other than to clench his fist.

Is his jacket... leaking?

"No," the newcomer said.

Tendrils of something black and oily ran from the sleeve of the jacket down onto his clenched fist. His voice changed, dropping into a deep guttural growl as he lashed out to grab the gun and the thug's gun hand.

"But you did."

Before Tom's eyes the whole arm was coated in black, fingers becoming talons, the darkness broken only by a

patch of white on the back of the hand. That hand flexed, and there was a wet crunching *snap*, followed by a scream that made Tom's stomach flip.

He crawled away as more inky darkness ran up from the collar of the jacket and over the man's hair to consume his entire head.

* * *

THWIP!

Spider-Man swung wide, carried over the wall separating the city park from the street. Tall objects were farther apart in San Francisco, so he adjusted his technique to make up the difference. It was new but familiar, and quickly became second nature. As he swung in among the trees he did so on autopilot, allowing his mind to roll over his problem of finding Venom.

It had been hours since his plane had arrived. Using his *Daily Bugle* press credentials, he'd learned that Brock was checking into a hotel when he was spotted. That was in the area called the Tenderloin, but his quarry was long gone.

Homeless, he'd realized. *Without a hotel room, Eddie might still be on the street. His best bet for blending in will be a shelter, or among the street people.* A quick check of the shelters revealed that Brock's photo had already been distributed, so that option was out. However, a worker at the last one suggested that he check out the local parks.

With year-round mild weather, encampments sprang up in some of the public spaces. The first couple yielded nothing, so here he was at Del Río Park, not far from the Mission District. Pulling hard on his web, the Web-Slinger swung up and over some trees and past a fountain. Covered head to toe with his red-and-blue suit, he didn't feel the misty spray of the water as he sailed through it. Not far away he saw children enjoying themselves in a state-of-the-

art playground, their happy screeches reaching his ears. Arcing through the air he scanned the ground, looking for any sign of Eddie Brock.

Nothing so far—

Two loud reports, sounding very much like a giant clapping his hands together, caused Spider-Man to twist around and change course. He'd heard those sounds many times before—they were uncannily the same on either coast.

Gunshots!

With the *thwip* of another web, he swung in the direction of the noise.

Even if they don't have anything to do with Venom, I'd better see if I can help.

* * *

A BLOND thug built like a linebacker threw himself at his opponent, thickly muscled arms latching around his waist as Venom knocked another thug sprawling and held a third in the air, his face wrapped in ribbons of symbiote. The man issued a panicky gurgle and clawed at the tendrils, but to no avail.

“Oooo! A bear hug!” Venom exclaimed as the linebacker squeezed. His grip had no effect, and he bounced around like a rag doll. “Perhaps when we’re through with this cockroach we’ll hug you back... till you burst!”

Abruptly Venom was knocked off balance, letting loose a loud grunt, his opponents scattered like marbles thrown by an angry child. Hurtling like a freight train, Spider-Man struck the ebon figure between the shoulder blades, arriving feet first. Venom staggered forward but kept his feet.

“Yeesh!” Spider-Man said as he bounced away from the impact. “Yesterday it was cops and now it’s these guys.

What are they? FBI? Secret Service?" Landing nimbly on his feet and dropping into a crouch, he continued the motion and lashed out like a jackhammer.

"I should have known you'd go back to your old ways." He launched a series of blows so rapid that they were a blur, knuckles knocking out obscenely long teeth that scattered through the air and tumbled to the ground. "All that talk about both of us protecting the innocent," he said angrily, "that was nothing but bull!"

The symbiote shook under the assault, rippling over its host in waves of darkness, repairing damage as soon as it occurred.

"But you won't get another chance, Venom." Spider-Man's fist flew again. "This ends now."

A black hand flashed up, catching the punch and stopping it cold. Bracing himself, holding the fist hostage in one hand, Venom reached out, tangling in Spider-Man's suit and yanking him close—close enough to watch as the teeth that had been knocked out regrew in a blink. It was a surreal sight, like something out of digital effects.

"You shouldn't be here," Venom growled. "We had an *arrangement*."

Before Spider-Man could respond, Venom continued.

"We'll discuss your betrayal later," he gritted. His limbs vibrated, and it looked as if he was trying to control his anger. "For the moment, there's something you need to know. Those gentlemen you assume to be 'peace officers'..."

Venom jerked his head to indicate the thugs.

"*Aren't!*"

* * *

BENEATH HIS mask, Spider-Man suddenly felt a familiar hot tingling—his spider-sense jangling a warning.

That shouldn't be possible, he thought. Venom doesn't—

"Get 'im!" someone shouted, interrupting the thought. In the next instant, the chatter and boom of gunfire erupted, filling the air.

Venom released his grip and jumped off to the side, toward a nearby group of the homeless. Spider-Man leapt toward the men who were firing in his direction, rising over their line of fire. Behind him the bullets chewed the ground he had occupied like a swarm of angry lead hornets.

This is nuts, he thought furiously. The guys in the suits are trying to kill me, but Venom isn't? Then he was among the heavily armed thugs, delivering a storm of punches and kicks, knocking henchmen to the ground and smashing the weapons from their hands. He was a red-and-blue-clad hurricane and they were cheap umbrellas on a beach.

Ducking under a punch, he dodged as it sailed over his head, swinging his fist up to catch an assailant in the ribs. The man came up off his feet and did a barrel roll in midair, knocking down some of the other men with him. Bracing himself, the Web-Spinner sent his foot shooting out, connecting solidly with a blond thug big enough to be a football player. His tensile grip latched him to the man, sole to chest. He twisted his hips and the man went down hard, chin bouncing off the concrete path.

I've got a few zillion questions to ask, Spider-Man thought as he dodged another volley of gunfire, after I make sure the Uzi brothers don't wipe out a few zillion innocent bystanders. He spun, firing webbing that splatted over a thug's gun, and then thwapped it up into the man's face.

Two more kicks sent two more henchmen to the ground.

Spider-sense prickling his scalp, he spun to find one last thug on his feet pointing an actual Uzi at him. Two effortless hops and he dealt out a vicious roundhouse swing. The thug was off his feet and on his back, his submachine gun clattering away.

There! Last one.

Surveying the scene to make sure there were no more immediate threats, he *thwipped* out enough webbing to cover the firearms lying on the ground, securing them until the police could arrive. Then he straightened and let out a deep breath.

Now to—

He scanned the area.

Aw geez! he thought with exasperation. *I come three thousand miles looking for a needle in a haystack, actually find the sucker, then end up right back where I started.*

The homeless were gone.

Venom was gone.

All that remained were the downed thugs, and a small crowd of bystanders, approaching cautiously. The sound of sirens could be heard in the distance.

Where in blazes is Venom now?

6



Portland, Oregon

THE NEWS channel kept cutting away from the anchor—a pretty woman apparently kept that way with surgical precision. The scenes of people doing terrible things to each other soothed him after a lifetime of waging war. Four years into retirement, after twenty-plus years in the military, and General Orwell Taylor still didn't feel like a civilian.

Not without his son.

“This just in from San Francisco...”

He looked up to see the pretty anchor's face as new images played behind her on the fifty-inch screen, leaving him stunned. Spider-Man, in all his ridiculous glory, fighting the monstrous creature known as Venom.

“At last!” His heavy, calloused hand closed on the phone as he added, “Vengeance is mine, saith the Lord.” He dialed a number only known to a handful of people. As the line rang he picked up a picture of a smiling, good-looking young man in uniform, the American flag displayed behind him. It could have been the General himself, in his younger years. He spoke to the photo of his son, as he did too often.

“Soon, Hugh, very soon indeed, righteous revenge will be ours, as well.”

The ringing stopped as someone picked up on the other end.

“Squad Leader Elkins?” Taylor said tersely. He received a grunt in response. His next words were spoken with authority, leaving no room for insubordination. “Assemble your men. Target sighted.”



Beneath Del Río Park, San Francisco, California

“IMPRESSIVE...”

The air was cool and dry as they walked through it. It had the clean, bright scent of turned earth that tickled the lungs. Which made sense considering the tunnel they tromped through had been carved from the earth. It surrounded them on all sides, from the hard-packed floor they walked on to the walls that arced twenty feet up and over their heads.

There wasn't much light to be had, just enough to make out facial features, but it didn't bother him and didn't seem to bother anyone in the group, either. There were five of them, the homeless people from the park.

“I never would've suspected that sewer grate to lead anywhere but... well... a sewer.” Eddie peered through the semidarkness at the only woman in the group.

“This is part of our Sanctuary, Mr. Brock,” she replied, turning her head but still walking, still holding the hand of the boy he presumed was her son. There was a family resemblance—same brow, same nose, same chin. “And the

least we can do is share it with someone who so selflessly came to the aid of strangers.”

Yes, a voice said in his head. Selfless.

“Are you crazy, or just plain *stupid*?”

Behind them a scrawny young man wearing a long, dirty scarf that flapped around him like a pennant in the wind jumped and threw up his arms.

They stopped moving.

The man pointed at Brock. “He’s *Venom*, a psycho with a space monster for clothes. How can you even think of sharing our—”

Vietnam Tom stepped forward.

“That’s enough, Nathaniel,” he said, cutting the man off. “Whether or not he stays isn’t up to you, or Elizabeth, or me for that matter. The Council will decide, and we’ll all abide by their ruling.”

Nathaniel glared for a long moment before nodding. Brock could tell he wasn’t convinced, but the kid didn’t seem like a threat. Not really.

“Look,” Brock said. “I’m glad I could help, and *really* glad none of you were killed, but who were those guys?”

“They’re thugs hired by Roland Treece,” Vietnam Tom said. “He’s a corporate bigwig who’s been trying to drive us out of this area for months. Why is anyone’s guess”—Brock thought Vietnam Tom looked hesitant as he spoke—“but the guy seems determined.”

“Shh!” Elizabeth hissed, pulling the boy closer to her. “That sound!”

A low grinding crawled along the hard-packed floor toward them. A sinister vibrating that didn’t seem to rise above their knees. As it grew stronger, Brock felt certain it was mechanical in nature. Then he could hear it, as well. Nothing clanked hollowly like that except steel against steel.

Like a clapper in a bell.

The thought made his skin crawl.

Elizabeth stepped closer to Brock. “Something’s in the tunnel ahead.”

No kidding, Brock thought, but he didn’t say it.

The sound grew until it was everywhere. Then abruptly, light speared through the tunnel. A white-hot spotlight that hovered several feet in the air. Then another, and another.

“Oh Lord,” Elizabeth moaned. “Diggers!”

“What the—?” Brock grunted as he blinked, his eyes adjusting to reveal two hulking machines that possessed vaguely humanoid form. With wide, stamping feet designed for stability, they looked like hunched giants, their arms almost dragging along the ground while their backs nearly brushed the tunnel’s twenty-foot-high ceiling. Their arms were bristling with items that looked like tools. Wrapped in what appeared to be heavy steel plating, they looked more like bulldozers than robots.

“Threee machines with more hirelings inside,” Elizabeth said, pointing to the upper parts of their torsos. Both Diggers had Plexiglas-covered cockpits that held clearly visible pilots, men driving the machines. “He sends them into the tunnels to look for us, but they’ve never found us before.”

Brock pushed his way forward. “Get behind me. Walk back the way we came,” he ordered. “Maybe if we don’t seem to be a threat, they won’t—”

The impact knocked him off his feet as the closest Digger slammed a claw into his chest. It closed tight as a vise around his chest, lifting him into the air, trying to crush him into so much meat. A voice, metallic and squawky, came from speakers embedded in the mech’s torso.

“Finally got one o’ you scruffy leeches.”

Hanging in the mech’s grip, Brock tried to catch his breath. Had he been a stock-from-the-factory human his bones would have snapped like twigs from the Digger strike. Just as likely he would have been dead, and once

again he was grateful for his Other, glad they had found each other all those months ago.

Out...

Yes, Brock agreed. He knew the men in the mechanical suits sought to hurt the innocent. They didn't know he was special, though. How could they? They had attacked him thinking he was just like everyone else. Fragile. Breakable. Human.

OUT...

The symbiote rattled in his brain as the Digger raised its other arm, revealing an assortment of tools that revolved, *click click click*, until one device jutted forward and locked into place. The tip of it gleamed, a twisted pyramid of bladed edges that began to spin with a shrill whine.

"Still alive, eh?" The man in the mech spoke again. "Well, we can fix that—my diamond drills are gonna gut ya like a trout." The arm swung forward, the whirling diamond blades gleaming wickedly in the low light.

Brock just relaxed.

Crisscrossing shadows and light lent chaos to the scene as the symbiote crawled out of his pores and covered him in inky blackness. His clothes changed, merging with the ooze. Already impressive muscles swelled, growing, becoming larger and denser. The added bulk and biomass translated into strength and power that coursed through his body. The teeth sprouting along his jawline tickled as they rolled into place like a row of spikes.

Spikes the length of fingers and sharp enough to shred flesh.

His tongue lengthened, rolling out like a sticky pink whiplash. Spittle sloshed off it as it waved around his face. As the Other covered his head, the transformation was complete.

"Trout?" Venom said, lashing out at the diamond drill. "Actually, we prefer flounder."

Where he struck the drill it shattered, disabling the other tools, as well. Edges of the drill bit snapped off, flying away to bounce off the rocky walls of the tunnel. Metal tangled around itself, bending and twisting into knots of destruction. The mech spun as if the man inside could feel the injury.

“Holy cripes! Wh-what the hell is that?”

Venom latched his hands onto the prongs of the claw and flexed, applying all of his strength against the hydraulics. With a squeal of tortured metal that echoed through the closed space, one of the hydraulic pistons burst from the incredible pressure of his symbiote-enhanced strength. Cold fluid shot out across his torso in a macabre imitation of blood. A prong of the claw fell away, still connected but hanging limply from its joint.

As Venom pulled himself up, intent upon yanking the pilot from his cockpit, white-hot agony splashed across his back, causing the symbiote to part, leaving Brock's skin exposed to a line of liquid fire. All-too-human flesh blistered, crackling like coals in the pit of a campfire. The intense pain of the wound made it impossible to think, and he didn't have the wherewithal to hold onto the broken claw. As he tumbled from the broken grip of the mech, he heard the other Digger behind him.

“I dunno why,” the man said, “but this laser cutter’s really making the stuff on his back squirm.”

Venom hit the ground in a crouch. The burn across his back hurt like hell. Fire was among his few weaknesses, and the intense heat of the laser cutter was apparently close enough to do serious damage. Once he was out of the cutter’s beam, however, the symbiote spilled over the strip of smoking flesh, soothing the pain and repairing the damage.

Venom sniffed.

“Barbecue?” he said, gleeful to be whole again. “I thought we were having fish.” He shook his head, drool

slinging out of his fang-filled mouth. “Never mind, snack time’s over.” He leapt, smashing into the Digger that had burned him.

“Let’s play!” he cried.

The mech suit teetered under the force of the strike, then toppled completely as he rode it to the ground. Crouched on the mechanical form, he found himself above the cockpit, peering through the window. The driver inside gaped at him, eyes wide, mouth hanging open.

“Tag! You’re it!”

Venom drove his fist into the plastic, and the pane cracked under the blow. Through white Rorschach eyes Venom stared down at the man in the mech. Saliva dripped off his fangs and dribbled down the clear surface. The man had his hands up as if to hold Venom back.

“What?” Venom taunted. “Tired already?” He leaned in closer to the window, pressing one long-talonied hand against the surface. “Then maybe we can help you take a nice...”

Ebony tendrils snaked out from his fingers.

“Long...”

The tendrils writhed, finding their way into the cracks.

“Nap.”

The mech’s pilot pushed himself farther back, pressing down into the seat, trying to force himself *through* the seat just to get away from the hideously thin, wormlike ribbons squirming through the busted windshield and into the cockpit.

“Black stuff oo-oozin’ in through the cracks.” The man’s voice was high-pitched as it came out through the speakers on the Digger suit. “Harlan, h-h-h-help me!”

The first mech lumbered closer, coming up behind the combatants.

“Maybe this sound shovel can—” The voice was cut off as the tunnel filled with a high-pitched pounding pulse of

sound so vivid that it caused the air to crackle along its path.

PAIN! Painpainpainpain...

Ultrasonic waves, designed to loosen soil and make the Digger's job easier, blasted out, striking Venom and engulfing his body in pulsing sonic energy. The effect was instantaneous. Both man and symbiote writhed in sheer, soundless agony.

Venom arched back so far that it looked as if he had no spine. Streams of symbiote swirled around him like obscene party streamers. Hurtling backward, he struck the floor of the tunnel with an impact that would have killed a normal human being.

"Whoa!" Harlan exclaimed, increasing the tempo as he kept the assault focused on his target. "Sonic beam's sure doin' somethin'," he cried out. "Looks like he's in agony."

"Then hold 'im down." With a groan of damaged metal, the second Digger lumbered to its feet. Its pilot maneuvered the claw arm, raising it straight into the air. "I'll mash this wisecrackin' scumball into pulp." Driven by hydraulics, the heavy arm fell and smashed into Venom with so much force that chunks of concrete and stone erupted from the floor beneath him. The mech raised its arm to deliver another crushing blow.

Without warning the cracks in the tunnel floor spread, crawling underneath the mechanical suit's feet, widening as they did. As the hydraulic arm thrust downward again, the floor disappeared.

The pilot screamed as gravity went topsy-turvy.

Then the light disappeared. Only vaguely aware of his surroundings, Venom found himself engulfed in a freefall of blackness.

The mech operator's cries ended in a jolt as Venom hit bottom and the Digger crashed to a stop next to him. Above, a small jagged hole of light indicated where they had fallen from. As his eyes adjusted, Venom realized that

there was light where they lay, as well, and a shape took form.

A streetlight.

"Harlan? C-can you still hear me?" the man in the mech said. "I'm okay. Digger suit cushioned my impact." With the grinding sound of protesting hydraulics, he sat the suit up, twisting awkwardly so he could look around. Instantly his gaze fell on Venom. "Looks like that black goop did the same for Smart Mouth."

The Digger rose, lumbering over to its prone opponent as the pilot continued to speak. "He's wobbly, too buzzed to fight back." This mech's arms were still intact. One pinned the stunned Venom to the ground, holding him tightly in a steel claw, while a diamond drill on the other limb began spinning with a high-pitched whine.

"I'm gonna dig this bum a new nostril."

Still surrounded by writhing tendrils, his symbiotic costume in tatters, Brock stared up at him through the cockpit window.

"You vindictive moron!" he snarled up at the pilot. "Look around—this is bigger than your petty bloodlust."

Freezing in place, the pilot turned his mechanical head so he could take in their surroundings.

"Oh... my... God."

There were buildings bathed in gaslight—brick and stone, fully intact and looking more than a century old. People stared down from overhead walkways, shock and awe reflected on their faces. Brock lay on a cobbled brick street, and nearby a horse-drawn carriage halted as its driver sought to control the animal that pulled it. High above, the walls of the cavern were vaguely visible, stretching upward to disappear in darkness.

"We didn't just fall through some rotted tunnel floor," Brock said.

"We've fallen through time!"



WAR AND PIECES

1



Sanctuary, beneath Del Río Park San Francisco, California

“I-I DON’T believe it! The freak was right.”

The speakers on the front of the Digger mech crackled and popped from the high-pitched tone of panic in the pilot’s voice.

“We’ve fallen into the *past*.” He paused, then said, “Harlan? Harlan... you there? Please tell me you’re there.”

No response.

His foe still gripped in steel claws, the operator stood. The mech’s joints ground against each other, vibrating the pilot inside as he turned the hulking machinery left and then right, scanning the unbelievable sight of a city deep beneath the earth. The buildings he could see tilted slightly, askew from each other as if they had been built on uneven ground. The architecture wasn’t new, and neither were the materials, all of it brick and mortar and wood.

His spotlights had been extinguished by the fall, and the entire scene—buildings and the gathering people—were lit by a row of gaslights that glowed brightly along the

cobblestone street he stood on. As the pilot turned this way and that, so did his all-but-forgotten captive.

“Please don’t hurt him!”

“Huh?”

The voice made the operator swing around. Pelting down the street toward him were the woman from the cave above, accompanied by the kid, who shouted loudly enough that his words echoed around them.

“Let ‘im go!”

The sight of them elicited a wave of relief.

“The homeless people from the tunnels,” he said aloud, still reporting to his teammate even though he had no idea whether Harlan could hear him. “If they’re here, there must be another way in—” His brain connected another dot, coming back into focus. “Which means I’m still in the present.” He let out a breath he hadn’t known he was holding.

“Man, I feel a lot better—”

A gleam of white against black caught his eye.

“—now?”

He remembered his opponent. At the end of the Digger’s arm was a transformed captive, all sleek black muscle, talons, and vicious fangs.

And murderous outrage.

“Your hesitation gave us time to recover.” Sharp-talonized hands closed on the arm of the suit. “You no longer face Eddie Brock and a sound-stunned symbiote.” The talons sank into the thick metal plating, piercing it as if it were cardboard. “Now you must deal with—”

Metal screamed as it was torn apart.

“—Venom!”

The creature threw its arms wide, breaking free in a shower of metal shards. Hydraulic fluid shot out in arcing streams. Circuits sparked in bursts of blue voltage that quickly faded out. Steel became shrapnel, pinging and ricocheting off the mech’s armor. Venom dropped to the

street, long tongue lashing out between nasty teeth in a swirl of spit.

He shuddered and grinned.

“Oooooo! Being melodramatic gives us such a *tingle*.”

Pieces of the mech’s arm fell around him like rain.

Metal... and stone? Abruptly he peered up, and the white patches where his eyes should have been went wider.

“Eh?”

Without warning he shot to the left in a leap too fast for the human eye to track, as a mammoth machine crashed to the street where he’d just stood. It landed with a thunderous, reverberating *THOOM!* The impact sent concentric rings of concussive force outward, cracking some windows in the buildings and causing a few to sway slightly.

* * *

“THE OTHER Digger?” Venom said as Brock was caught up in the symbiote’s glee. “Good. Now we have one for each fist.” He crouched, readying himself for a new assault.

The newcomer rose in a swift mechanical motion, undamaged from the controlled fall, having taken the shock on sturdy mechanical legs. Harlan, the second pilot, oriented his machine to face Venom, firing the sound shovel located in the top of the mech’s head. Again the air crackled with concussive energy.

“Incredible!” the man cried. “An entire city right below the tunnels we’ve been excavating. This must be what Mr. Treece has been looking for.”

Venom ducked past the blast of the sonic shovel. It still hurt, even just being near it, but fury gave him the strength to keep moving as the beam chased him across the cavern floor. He leaped faster than the mech could compensate for, always a second ahead.

"Militia, split up! Flank 'em and open fire!"

The order came from a man holding a cane, running toward the chaos they were causing. He was surrounded by a handful of others.

The others had guns.

"What the hell—it's a bunch o' guys with antique weapons." The pilot of the Digger with the damaged arm swung his suit toward the armed newcomers. "The local police?" Servos groaned with complaint as he aimed his intact arm at one of the men.

"No problemo," he muttered. Before anyone could react, an electrical charge crossed the gap. There was the scent of ozone, then the smell of burning cloth and flesh as it struck the foremost defender like a battering ram. The man's entire body convulsed, jerking into the air as if on strings. He tumbled across the cobblestones, stopping at the feet of his fellow militia members, who skidded to a halt.

Silence swelled in the cavern as the bystanders stared at the smoking body of one of their own in horror.

"Murderer!"

The bellow ripped through the cavern in an inhuman howl of rage.

"He was only protecting hearth and home," Venom cried in a swirl of lashing tongue and gnashing fangs. He leapt in a streak of darkness, slamming into the front of the Digger. He didn't stop, didn't hesitate, driving his fist through the cockpit window with all his inhuman strength.

Glass shattered.

Blood splattered from within.

"So let your punishment fit the crime."

The mech crumpled, slewing sideways. Venom drew his arm out of the mass of bloody flesh and viscera, the symbiote absorbing all the gore as he leapt away from the falling machine and what was left of the pilot.

He landed lightly in a crouch, his hand closing on a piece of steel that lay on the ground from where he had shattered the Digger's claw. The shard was as long as Venom's thigh. The edges were ragged metal, the end of it a wickedly sharp point.

"And since your partner made no attempt to prevent that heinous act, let him share the just retribution." Venom spun, flinging the hunk of metal like a spear at the second Digger mech.

At the cockpit.

Through the windshield he saw the operator, Harlan, struggling frantically with the straps that held him in. His effort was doomed to failure. Venom's aim was true. The metal spear shattered the window, leaving a neat hole the size of a melon.

The hole it made in Harlan wasn't so neat.

Though it was just as large.

"Heh." Venom chuckled grimly as the Digger suit froze, locking itself in place. Then a panicked, breathy voice made him turn.

"We can take 'im, Ethan."

Turning, he found the rest of the militia raising their weapons, aiming them at him.

New targets.

No, Brock thought, furiously fighting instinct as the man with the cane and muttonchop whiskers—the one they called Ethan—gave his orders.

"Aim steady, boys, and—"

Venom stood, waiting amid the swirling dust of the destruction he had made.

Made to save these people.

To avenge one of them. Would they shoot him? Surely not. He had *saved* them.

"NO!"

Elizabeth pushed her way through the crowd, shoving in front of Ethan and the others. "He may look like a monster,

but he's not." She stepped closer to Ethan. "In the park, near the tunnel entrance, we were attacked by Treece's thugs. They would have kept beating us, maybe even killed us." She pointed at Venom. "But he stopped them."

As the tension began to diffuse the symbiote peeled apart, running like quicksilver to reveal Brock's features. Reading his thoughts, reacting to an image in his mind, it transformed itself into the semblance of a policeman's uniform. He gave Elizabeth a quick salute and a smile.

"We serve and protect, ma'am."

"Don't listen to her." Nathaniel pushed his way forward, waving his hands. "I've read about this guy. He's a homicidal maniac." The scrawny man's voice twisted, high and tight in tone. "He's not even human—not anymore."

Ethan looked from Nathaniel to Elizabeth, then turned and studied Eddie for a long moment. His men didn't move. Nor did Brock—he just stood under the man's gaze even as the symbiote began to buzz against his skin.

Finally Ethan spoke, his voice clear and calm. "This is a complex question," he said. "The Council will have to decide." With a wave of his hands he indicated that the defenders should lower their weapons. No one spoke.

Nathaniel swayed, agitated, but remained silent.

"Elizabeth," Ethan said, turning to her, "please show our... *guest*... where he can freshen up, then meet us at the Council Hall."

Elizabeth nodded, reaching down to grasp the boy's hand. After a moment she reached over and grabbed Brock's as well. It was strange, being touched, even in such a small way, by someone who wasn't recoiling in panic or striking out with violence.

He didn't pull away.

His Other didn't, either.

They began walking, moving away from the wreckage of the two Digger mechs. They turned down a side street. A tingle in the back of his scalp made Brock turn and look

behind them. Three men were there, staying back but following nonetheless.

They all carried guns.

Looking forward again he kept walking with Elizabeth and the boy. He tried to let go of her hand so that he would be free to protect her, but she held firm, fingers entwined in his. With a shock of clarity he realized that *she* was protecting *him*. Staying close to show that he wasn't someone to fear.

Yet Brock knew, better than anyone, that Venom *was* someone to fear.

"The—what did you call it?—militia," he said. "They're keeping pace."

Elizabeth didn't turn. "Please don't be angry."

He didn't reply.

"This Sanctuary is our world," she continued, "and guarding it is a serious responsibility. Ethan and the rest—they don't take it lightly."

The boy pulled away. "I'm gonna go play at Stewart's, Mom."

"All right, Timothy."

Then he was gone, trotting down a lane that led between two buildings. Elizabeth tugged on Eddie's hand and they continued walking.

"But what is this place?" He spoke to distract himself from the armed men dogging their trail. "How did it get here?"

"That, my friend," Elizabeth said, "is a rather unusual story." She took a deep breath and began. "You've surely heard of the big earthquake of 1906?"

Eddie nodded.

"Well, this section of old San Francisco literally *sank* with the settling of the Earth's crust," she continued. "It was covered with rubble and debris and, in the haste of reconstruction, the city simply built over it. What remained beneath"—she swung her free hand in an arc, indicating

the buildings they walked past—"lay abandoned and undisturbed for decades, forgotten until a vagrant seeking shelter in the tunnels discovered it. That was more than seventy-five years ago, and it was the beginning."

She stopped walking. Eddie looked up at the building they had reached.

BORDERLANDS HOTEL

Elizabeth continued talking, to finish her tale. "Since then we've developed our own society. We're happy here. We have homes and freedom, but our haven must be safeguarded against those who would exploit it." She squeezed his hand. "Which is why we're *very* careful about who's allowed to stay."

She shot him a meaningful look and let go of his hand. His palm instantly cooled. He felt a small drop, not quite a jolt, at the disconnect, but it shrank to a pinprick as he looked in her face and she smiled at him.

"I'll be encouraging them to vote 'yes,'" she said, and her smile stayed in place. After a moment he tilted his head in affirmation.

"Thank you, Elizabeth," he said. "It's been quite some time since we've had a place to..." It took him a second to find the right word, the perfect word, that meant all he was looking for in the world.

"Belong."

That was the word.

2



SPIDER-MAN HUNG on the side of a building, just beneath the parapet. His red-and-blue suit was hidden by the shadows as he scanned the streets. The city had a different sound and feel than New York, and it made him slightly jumpy. The air was too cool, moved too much, and tasted too much like salt on his tongue. New York tasted more ferrous, an iron bite on the roof of his mouth.

I don't belong here, he thought. I mean, Broadway I can take, and the Bowery, even Brooklyn. But this place is so... so... hilly!

He stood, feet adhering to the brick even as his body hung out in space. He always got a thrill when his abilities allowed him to do what should be impossible. Holding up his cell phone, he peered at the map on the screen.

Oh well, he mused, I think the Herald Building is that way.

With a roll of his shoulder and a flick of his wrist he engaged his web-shooter, sending a line of webbing arcing across to a building down the street. Unlike Venom's webs, this was a chemical of his own invention. It latched on, contracting as he pulled back on it then leaped into space,

using his strength and the pull of the webbing to swing. As he flew across the city his mind continued to spin.

Wish I could go through channels, approaching the authorities as Peter Parker, New York news photographer. But official inquiries take time, and time is something I don't have. He changed course in midair, shifting to swing down a side street in what he *hoped* was the right direction. Every muscle of his body worked in perfect synchronization, like those of a dancer. *I've got to find Venom. Even if he meant it when he said he'd take me off his personal "most wanted" list, it just doesn't sit right.*

On an upswing he spotted the *Herald* logo atop a midsize skyscraper a few blocks over. He smoothly adjusted his trajectory, twisting his lithe body in graceful acrobatics without breaking his stream of thought.

I just don't feel right letting an insane convicted killer run free. He landed softly beside a window above a fire escape. *I thought I could—it seemed like the right thing to do, at the time—but no. That's not the way it works.*

The window was latched, but he saw no indication of an alarm. Not this high up. His spider-sense remained quiet, as well. The office he looked in on was dark with the late-night hour. Pressing fingertips to the frame, he flexed. The small brass latch popped free, unable to resist the applied pressure of his spider-strength. Sliding the window up silently, he slipped inside and closed it just as quietly behind him.

Four quick steps and he was across the room, then through the open door to the hallway. Still no tingling. The building was quiet. He'd assumed the *Herald* would be like the *Bugle*, where there was always a crew—even a small one—monitoring the news, updating stories, chasing leads, just... working. New York, the city that never sleeps.

Apparently San Francisco had a bedtime.

Nah, they must just be in another part of the building. Probably not where I'm headed, though. His thoughts

turned back to the Venom problem.

I mean, I know I can't nab all of the crooks, but this is a guy whose every action seems to end up with someone dead. With his body count, and given his origins, I can't help but take it personally—

The soft scuff of a worn leather sole on the linoleum floor set his spider-sense afire. He leaped up, twisting to land in a tight crouch against the ceiling, thankful it was layered in plaster and not acoustic tile. Plummeting to the floor would be undignified.

A security guard shuffled around the corner.

He didn't stop.

He didn't look up.

Whoop, gotta be careful, Spider-Man thought. Focus on what brought me here.

Yet the guard was in no hurry, doing what could be called a mosey as he patrolled the long hallway. Spider-Man didn't move, staying as still as his namesake, the epitome of hanging out. Even after the man turned the corner, the Web-Slinger stayed in place until he heard the elevator *ding*, and the door open and shut.

Finally he continued on, first along the ceiling and then dropping lightly to the floor, following the hallway until he found a stairwell. What he sought would be in the basement. It was *always* in the basement. Stepping through the door he found a stack of stairs that spiraled upward and downward, fading into the shadows. He took a moment and listened. The air didn't move. Architects and contractors never put ventilation in stairwells.

After a long silence he knew he was alone.

Hopping up onto the rail, he balanced on the round metal end as if it were a wide expanse, teetering there for a long moment, enjoying again the use of his abilities. Finally, he twisted away, leaning into the empty space between the stairs, allowing gravity to take hold.

The drop took seconds.

Landing on his feet, he absorbed the shock of the impact through his thighs. Stepping silently out of the stairwell and into a hallway he smelled that familiar scent—old paper piled in stacks, some of them nearly as old as the city itself. He smiled under his mask. The *Herald* was no *Daily Bugle*, but some things were universal.

Moving quickly and following his nose, Spider-Man found his destination. Its door was all the way in the corner, a plain brown wooden affair with a simple sign.

MORGUE

Can't get much plainer than that, he thought.

Peter Parker used his phone for a lot of research. It was an amazing tool—the internet at his fingertips, vast and even somewhat intimidating. Sometimes with so much information from so many sources, it was easy to fall down rabbit holes and never find what you sought, but he knew how to track info in a newspaper's database.

Back in New York, I got a line on Venom by looking into Eddie Brock's past. This time the Web-Slinger moved past the stacks of moldering paper to a terminal sitting on a large table, randomly tapping the keys. Whoever had last used it hadn't bothered to sign out. The screen sprang to life and offered up a search bar.

So maybe by cross-checking the local paper's reference files I can...

A list of articles appeared, and a series of pictures. He clicked on one, enlarging it. It was a portrait of a man who looked as if he had never smiled. All the lines of his face angled sharply downward. His hair receded in large arcs over his forehead, even though his eyebrows lay in thick slashes over his eyes.

Well, whaddaya know?

The mouth and the nose were the same.

The name in the caption read: *Carl Brock.*
Dad, he thought.

* * *

FIFTEEN MINUTES later he had all the information he needed, so he rose to his feet. Finally, after flailing about in a strange city, he had a solid lead he could follow.

But I swear, he mused, *if the old guy greets me with "I want to eat your brain," I'm goin' back to Manhattan.*

3



ROLAND TREECE lifted the roll-top on the small wet bar in his office at Treece International. The varnished antique cherry wood gleamed, picking up the warm lighting of the spacious room. The scent of this bar always made his head swim slightly. A half-dozen bottles crowded in the back of the former accountant's desk; along with all of their ilk that had stood there before them, they had stained the wood repeatedly with small amounts of spilled alcohol.

His father had called it "the angel's share."

"What's your poison?" he asked without turning.

"You can keep that for yourself, Treece."

Treece shrugged and poured himself a double shot of whiskey. He took his time, allowing the amber liquid to roll slowly in the glass so he could look in the mirror and study the man who stood across the room, by the door. Not many men intimidated Roland Treece—not after the things he'd had to do to claw his way to the top of his world—but former general Orwell Taylor left him a touch... unsettled.

Treece knew himself to be capable of many things, some of them even heinous, but Orwell Taylor was *pure* violent potential. From his heavy frame, packed with muscle even

at his age, to the way he reacted to everything just a touch too fast, almost reptile quick. He was the living embodiment of a threat.

At least they were on the same side.

Treece took a sip of his expensive Japanese whiskey. He moved across the room, sitting behind his desk, then motioned for General Taylor to sit in one of the chairs that had been placed in front of it.

"I will sit when the call comes in," Taylor said. "Until then I prefer to stand."

Don't take a seat, don't have a drink... whatever, Treece thought but did not say out loud. I see how you are.

"Should be any moment," he replied. As soon as he did so, the monitor on the desk flickered to life. On it was a man's face. It was a dour face, not sad but stern, and every bit as disciplined as the General's. Treece lifted his glass toward the screen.

"Carlton! Glad you could join us."

"Mr. Treece. General Taylor." Carlton Drake nodded as Taylor moved around and took a chair. "Thank you for meeting with me today."

"I'd rather this have been in person," Taylor grunted.

"Unavoidable," Drake said. "We have been very busy here at the Life Foundation."

"I, for one, appreciate your work," Treece said. "The Digger suits have been top-notch."

"Thank you," Drake smiled, just slightly. "The financial support of your company has made possible so many of the things we accomplish, so engineering the excavators for your project was the least we could do."

"Well, they work aces."

"And you, General Taylor," Drake said. "Are you happy with the items we made for you?"

Taylor sniffed. "In the test runs they've been fine, but until they're up against the real situation, I prefer to withhold judgment."

“Very well. I remain secure that they will perform to expectations.”

“I hope so.”

“We *do* want the same things, General Taylor.”

The General seemed to run out of patience with the parry and thrust. “I want Eddie Brock to pay for what he did to my boy,” Taylor snapped. “Meanwhile, you want that freak-show alien *thing* he wears for skin. For the moment, our goals coincide.”

“I just want my gold,” Treece interjected.

Taylor glared at him.

Treece leaned forward in his chair, pointing at the General.

“It exists.”

“We believe you, Mr. Treece,” Drake soothed. “As long as we work together, we all get the riches we seek. Yours real, mine the treasure of an ideal, and you, General Taylor, the riches of revenge for your son’s death.”

“What are you going to do with that thing?” Treece shook the ice in his glass. “Once you have it. Isn’t it dangerous?”

“The Life Foundation is prepared to handle dangerous items, Mr. Treece.”

“I’m sure you are,” Treece lied.

“Let’s talk about this plan to capture Venom,” Taylor said. “It seems damned convoluted, if you ask me.”

Drake sighed. “You’ve obsessed over Venom since the death of your son, General—”

Treece crossed himself at the mention of the deceased, a habit held from a childhood of harsh religious upbringing. Drake kept talking as if he hadn’t moved.

“—but I’ve *studied* the creature, its host, and their symbiosis. They possess a very complex psychological profile, and the plan I’ve mapped out will deliver them to us. It’s that simple.”

“Find a target, take aim, shoot.” Taylor’s voice was hard. “That’s simple. The direct course is the best course.”

“If you’re raiding a small village in a third-world country, perhaps.” Drake kept the sneer off his face but not out of his voice. “This is a man who’s suffered a psychotic break, bonded with an alien... I repeat, *alien*, as in *nothing like a human*. An entity that does not exhibit logic or instincts akin to any animal found in our biosphere. It has lived a major portion of its existence in a reality of super-powered beings, killers, heroes, villains—all things outside the human purview. As a unit, Brock and this creature are dissociated from humanity, isolated in their ‘otherness.’ They act and *react* in a psychological algorithm that’s too abstract for a direct assault to deliver them into our hands.”

He leaned forward. “Did both of you gentlemen follow that?”

“Of course,” Taylor said, his voice clipped in irritation.

“Enough of it.” His glass empty, Treece stood and moved toward the bar. “But I only need to know *what* to do, not *why* we’re doing it. The part I play isn’t that big.”

“But it’s vital, Mr. Treece.”

“Don’t worry, I *will* deliver.”

“And I will excise the items we need from Venom.” Drake turned just enough to indicate that he was speaking to the General. “Afterward we will hand over Mr. Brock, and you may have your vengeance.”

Taylor nodded, a sharp motion.

“After all is said and done, we’ll still be in business, right?” Treece moved back, not behind the desk but sitting on the edge of it, glass of whiskey resting on his thigh.

“Yes, Mr. Treece.”

“Unless you run off with your ‘gold,’ ” Taylor said.

Treece lifted his glass. “Well, I might.” He smiled.

“With you or without you, we’ll still use your company for the logistics.”

Treece frowned. “I’m not going anywhere. It was just a joke. You’re allowed those, now that you’re out of the military.”

Taylor didn’t reply, he just shifted—it was only a slight adjustment, but he suddenly made Treece very nervous.

“Gentlemen.” Drake raised his voice. “Our venture will be successful—and direct, General Taylor. You will be onsite operations manager for your team and the special assets. Mr. Treece will provide the logistics and supply from his international business connections, and the Life Foundation will continue developing said assets.”

“This plan, you’re *certain* it will give you what you need to create these assets?”

Drake smiled. “The selection process is already complete, General. We have five excellent candidates, prepped for conversion.”

Treece lifted his glass.

“To business partners, then.”

4



Sanctuary, beneath Del Río Park San Francisco, California

“YOU...”

Brock's mind reeled as it tried to absorb what he had just heard.

“You want me to...”

He felt as if he should sit down, but there was no chair nearby. He stood in the center of what had been a courthouse, facing the Council. A group of twelve stony-faced men and women, they showed no emotion.

He swallowed and spoke the last word out loud.

“Go?”

Ethan sighed, nodding gravely from behind the rail of the dais.

“The vote was close, Mr. Brock,” he said, “but majority rules. I’m afraid I have to ask you—we have to ask you—to leave immediately.”

“We spoke up for ya, son!” Vietnam Tom cried out from the small crowd of onlookers. “Told ‘em what ya did for us, told ‘em how ya helped.” Brock looked over his shoulder and gave the older man a quick nod of acknowledgement.

Standing by Tom, Elizabeth met Brock's eyes—didn't look down or away. She was angry, he could see that plainly, but she did not speak.

Quick movement from the gallery made him jerk around.

"The Devil himself can act like an angel if it gets him what he wants." The man who was shouting leaned over the gallery rail, thrusting his finger in Eddie's direction. "And this *thing* before us is no less than a demon."

His bald head gleamed in the gaslight, sheened with a thin layer of oil and perspiration that made the pattern of veins under his scalp bulge and throb like worms of rage under the skin. One eye was covered with a patch, and harsh scarring made the right side of his upper lip lay hard and flat over slightly exposed teeth. The same scar pattern continued onto his chin, causing his lower lip to roll down and expose the raw red of his gums. Around his throat he wore the Roman collar of a priest, its white tab gleaming in the low light as if it were reflective. Below the collar hung a gold cross large enough to use as a weapon.

"My congregation will never allow such an abomination to foul our fair community," the man cried out, voice filled with fervor. All around the room people nodded in agreement. Some muttered their assent, and even support for the fiery proclamation.

Nathaniel wore the same scarf as the last time Brock had seen him. The rat-faced young man stepped close to the preacher. When the noise ebbed, he spoke up so everyone could hear.

"How 'bout we just kill the sucker?"

Yessss...

The symbiote hissed in Eddie's mind, and he could feel it squirm against his skin in reaction to the adrenaline spike inspired by the aggression being directed at him. His disbelief—at being told to leave Sanctuary—quickly soured into anger under this verbal attack.

BAM!

“Enough!”

The room fell silent as if a switch had been flipped. Ethan was on his feet, fist still pressed against the rail. He bristled, radiating authority and anger, and turned to the preacher. The unflinching look on his face gave no room for argument.

“You’ve had your say, Reverend Rakestraw,” he said firmly. “Now we’ll abide by the Council’s decision, and do nothing more.”

Reverend Rakestraw glared in return.

Nathaniel faded back into the crowd.

After a long, tense moment, the reverend gave the briefest of nods and turned to follow Nathaniel out of the room. Others followed, though most stayed in their seats or stood in place. Ethan turned to Eddie.

“You’re a powerful entity, Mr. Brock,” he admitted. “You could probably do whatever you want, and we could do little to stop you.” He smiled to ease the next part. “Nevertheless, we hope you’ll respect our way of life, and that you’ll keep our secrets.”

Eddie took a deep breath.

Then another.

Anger, hot as lava, bubbled beneath the surface of his skin. It was only going to take a small crack for it to spew forth in the form of Venom. His mouth didn’t want to work right, and it was a struggle to push out the words.

“Of course,” he said. He turned on his heel and stalked away. He could feel Elizabeth watching him, but she didn’t speak, and so he just strode toward the door.

Ethan’s voice came from behind him. “The Bible says to turn the other cheek,” the man said. “Just ask the good reverend.”

To hell with that.

He didn’t look back.

5



Union Square, San Francisco

PEOPLE GAVE him a wide berth.

They changed their angle of approach the moment they saw him, swinging wide as if he radiated some deadly energy. He stood in the shadow of the park's looming memorial to some general from a war long ago, so distracted by his own inner turmoil that he barely registered the nearly one-hundred-foot-tall column of marble.

His thoughts still lay underground.

As they had since leaving Sanctuary.

All through the night he had wandered, shambling through the cool dark of San Francisco until he came to Union Square. Turning the events over and over in his mind. Thanks to his bond with the Other he hardly slept. The alien symbiote had changed him, extended his waking cycle to an incredible level of efficiency. Indeed, Brock went long periods with no sleep at all, and when he did slumber it was for short stints.

Last night he had not slept.

Still no answers and nowhere to go, he thought. We're as rootless as those undergrounder, before they found their haven.

Haven. The promise of the word mocked him.

The symbiote buzzed against his skin, communicating without words.

It's ironic, Brock thought bitterly. They're in danger of losing their Sanctuary while we—

Wait! His thought process jolted to a stop as his mind made a new connection. *They mentioned a name—Roland Treece. He's the man who's harassing them. If we could find out why, maybe stop the threat, even that one-eyed preacher would have to accept us.*

The symbiote began trickling in thin rivulets across his face, leaking up his neck and over his jawline.

Yesssss, it whispered in agreement along the inside of Eddie's skull.

* * *

HER HAND dug into his arm sharply, making him turn toward her.

Autumn had stopped walking, and her eyes were big as saucers. Before he could ask she raised a trembling hand and pointed.

“Hey, Tommy. What's that guy doing?”

He jerked his head around, looking where she pointed. It was daytime, but sometimes a few sketchy characters could be found in Union Square. San Francisco could still surprise you, and not in a good way.

The man she pointed at was... *swelling*. He was a big guy to begin with, but he was getting bigger. His arms and legs were thickening until they were like telephone poles, and his back was spreading like sailcloth.

Even weirder, the clothes he wore didn't shred. They seemed to turn to liquid, like a walking oil spill. Wet rivulets spurted outward, then back in, and turned a tone of black that looked like the skin of an orca. People around them began to mutter, and at least one of them screamed—it might have been a man or a woman.

"Geez, Autumn, th-that's no 'guy,'" he said.

The hulking figure's face all but disappeared, leaving only a mouth with two rows of wicked-looking teeth and an inhumanly long tongue lashing back and forth, dripping with spittle. Tommy felt vaguely sick at the sight of it.

"That's *Venom*," he shouted. "Like we saw on social media—it's true. He's here!"

Tommy and Autumn both backed away, but the creature didn't seem to even know they were there.

Cameras began clicking all around them, and they dug into their pockets, struggling for their cell phones. Extending a thickly muscled arm, Venom sent a twisted cord of webbing flying up to the middle of the Perry Monument. It latched there and, with a pull on the line and an effortless leap, he swung up and out into the sunlight, flying over Saks before disappearing.

6



THE NEIGHBORHOOD was nice.

Very nice.

So nice that he knew people in the large houses were watching him as if he were some lowlife there to rob them of their things. He knew this even without his spider-sense tingling. Sure, Peter was dressed casually, but his sweater was clean, his jeans without holes. He was clean-cut and normal-looking.

Even so, he ran his hand through his hair as he approached the three-story Victorian. Okay, maybe his hair was a bit shaggy.

Still...

Approaching the house, he marveled at it. He'd rarely seen a house this large, unattached from its neighbors—there were only a few in Queens. It boasted a central turret, dozens of windows, and multiple cants and angles and pitches to the roofline, giving the impression of a medieval keep, stark against the bright blue sky and scudding clouds.

This porch is bigger than my first apartment. It wasn't how things were built in New York—certainly it was

nothing like a brownstone. Still, it reminded him of something.

A church?

Maybe a church.

Or... *Wait, that's it.*

It reminded him of the Sanctum Sanctorum.

There wasn't a big round skylight in the roof, though.

He didn't like that thing. One time he'd swung up onto Doctor Strange's roof in Greenwich Village. Landing near that weird window had made his spider-sense start ringing like a ten-alarm blaze. He'd never experienced anything like it before. It felt like his skull was about to split open.

He'd had a migraine for three days after that.

At the first step of the porch he shook himself out of the memory. He glanced over, double-checking the house number.

Yep, this is the address I got from the Herald files alright. He ignored the bell and knocked, his knuckles solid on the hard wood of the door. After several minutes he heard noises on the other side, indicating that someone had heard him. The door opened to reveal an older man, a bit taller than normal and solid, but not overly big. His blond hair was dull, going to gray, and his face was creased deeper than it had been in the photograph, the skin thinner with age. Nevertheless, it was the man he was after.

“Yes?” The voice had that flat, dismissive tone that people used when dealing with folks they didn’t know, and didn’t *want* to know.

“Good morning!” Peter made his reply as bright as he could, trying for charming—or at least engaging. He hoped he didn’t sound like a salesman. “Do I have the pleasure of addressing Carl Brock?”

The man’s expression didn’t change, didn’t waver or adjust. He simply stood in his doorway, one hand on the jamb, the other on the door, his body blocking the narrow opening between the two.

“Yes.”

“Eddie Brock’s father?”

He knew that was a mistake the moment he said it. A hard glare was followed by the door slamming so hard that the rush of air ruffled Peter’s hair.

Ooooookay.

He’d have to try another way.

7



HE CRAWLED up over the edge, standing on the pebbled surface. The height didn't bother Venom at all, since he'd just climbed up the side of the skyscraper, but here the air was thicker against his skin.

The center of the roof was crowded with large steel and aluminum box shapes clustered together. Fans as wide as he was tall spun inside metal grates that kept birds from being sucked into them. This was the building's environmental control center.

Walking among the structures, he took a moment in front of a fan to feel the wind it created. His jaw slung low, opening as wide as he could make it, tongue lolling out and waving behind his head like a streamer in the current. Saliva dried inside his maw, hardening like shellac on his fangs, causing his throat to draw tight.

The sensations were soothing for him—no thinking, no emotion, just standing in the shade of the unit and allowing himself to feel it all, practicing his own alien form of mindfulness. When his mouth had taken on the crackly feel of dried pigskin, he closed it and moved on.

There was a substantial lock on the steel door that led to the stairwell. Venom unfurled a thick tendril of himself and it whipped out, lashing itself around the stout handle. He braced himself and the material contracted. The door crumpled, the lock tearing apart as if it were molded from cardboard instead of a high-grade steel alloy.

He stepped through the opening into a dark stairwell, then moved silently down the short flight of stairs until he reached the hallway at the bottom. He stopped, however, before stepping through the door.

Something wasn't right.

The symbiotic material rippled over his face, reorganizing on a molecular level. Venom's vision adjusted, and suddenly he could see a series of beams that crossed the hallway like horizontal bars.

"Oh?" He smiled. "Infrared trip beams? Well, then, why don't *you* handle it."

In response an inky tendril swirled out from his arm, curling and twisting through the air. It extended down the hallway, deftly maneuvering between the beams and stretching past them. It rolled on, moving on pure instinct, unspooling until it reached an intersection, then it curved right around the corner. Though it had stretched nearly fifty feet and disappeared from sight, he maintained a complete awareness of its surroundings.

A short distance farther he sensed a dense bundle of energy perched against the wall. This bundle was connected to the devices that projected the infrared beams —most likely a control panel that allowed personnel to turn off the beams when maintenance was required.

Without conscious thought the tendril curled over and explored the device. It found a lever there, wrapped around it, and pulled it down with a hard *slak* that echoed in the stillness.

Instantly the infrared beams cut off.

Its mission complete, the tendril slithered back and was reabsorbed.

"That's better," Venom said. "No need to alarm our hosts, eh?" He crouched slightly and leapt with a quick spring of his muscular legs, flipping to grip the ceiling and hang there, upside down, spittle dripping to the floor where it gathered in shiny little pools. "We'll just mosey around—delicious word, 'mosey'—until we find something useful."

His tongue lashed like a drenched serpent.

Skittering quickly along the ceiling, but with great stealth, he paused in front of each cubby or room. Most were open, enabling him to peer inside, then move on. Floor by floor he scoured the building without encountering anyone, or finding anything that caught his eye.

Treece International was as silent as a tomb.

Three floors down he ducked his head into a room.

"Ah!" he said. "*This* looks promising." Venom swung down from the ceiling, landing lightly on his feet and hopping into the room. One side of the office was occupied by cubicles with high walls, while the back wall was lined with large steel filing cabinets and flat files, the wide kind designed to hold large documents. The last time he'd seen anything like them was in the office of an architect he'd interviewed.

Before his career ended.

Before he became Venom.

None of that held his interest. His attention was drawn to the large wooden table that stood in the center of the room and dominated the space.

"A scale model of the park," he said, "over the underground city."

Amid the replica of Del Río Park he located the spot where the homeless had been attacked by the armed thugs. It was clearly marked, indicating that the assault had been launched from the room in which he stood. There, smaller than his thumb, was the sewer grate that lifted to expose

the tunnel to Sanctuary. At the sight of it he had a twinge of something that felt a lot like regret.

He detected movement. A bundle of brightly colored documents, stacked on the table, fluttered in the air conditioning.

“We’d better see what those brochures say,” he muttered as the symbiotic material flowed away from his head, revealing Eddie Brock’s features. The air conditioning made the skin on his cheeks and forehead pull tight. He picked up the stack of papers, scanning them with the practiced eye of an investigative reporter.

“Hmm, Treece is financing the renovation of the park as a *gift* to San Francisco.” There were timetables and staffing reports, permits and purchase orders, even a map of the tunnels beneath the park. Everything seemed on the up-and-up. In a document marked “security” there was a list of personnel—some of them the thugs he’d encountered, no doubt—and a complete accounting of the homeless who made the park their home.

It didn’t make sense. Why use advanced machines like the Digger mechs if Treece could just level the place by conventional means and build from scratch? Why put up with the homeless at all? Surely a simple request to the city would have allowed the police to clear the grounds.

There was no mention of an underground city. Was that intentional, or was Treece genuinely oblivious to its existence?

“But what threat could those undergrounds pose to a charity project?” Brock wondered aloud. “There has to be more to this than meets the eye. But what?”

* * *

COOL AIR ran down the back of his shirt, the polyweave of the uniform feeling like plastic against his skin even with the

undershirt he always wore. Dunn Mclesky hated monitor duty. Sitting at a bank of screens—in front and on both sides—that cycled through every room in Treece International on a rotating basis.

Boooooorring! He stifled a yawn. *Nothing ever happens here.*

He was cold. The security array put out a lot of heat, and to combat that the air conditioning was pumped into the small room through a vent in the ceiling. The chilled air caused his muscles to stiffen, and there was no room for standing and moving around. Only enough for the chair and the person who occupied it.

What he wouldn't give for a hot cup of coffee. Mclesky couldn't wait for his shift to end, so he could get out of there. The monitors changed views, showing a new assortment of empty rooms.

Same old same old...

Wait.

What the hell?

Mclesky sat up sharply, staring at the center monitor.

Is that...?

There on the screen was a muscular man in a skintight black suit, with a spider-like emblem displayed on his back in white. He'd seen the guy on social media and in a security memo his entire team had been given.

It is!

“Holy geez—”

Mclesky snatched up a microphone, pushing the button that would send his voice out to all the security personnel in the building. They wore earbuds to prevent outsiders from monitoring internal communications. He was excited, but he had to remain professional.

“Get a security team to Presentation Room Six!”

Mclesky pulled the microphone close to his mouth.

“And don't spare the firepower.”

* * *

“THERE HE IS!”

Brock turned to find a cadre of blue-uniformed security guards jostling each other to enter the room. They spilled in through the doorway in twos and threes. Instantly the black fluid spread to cover his head once again.

“Trail o’ slime led us right to ‘im!”

Six uniformed men confronted him. All of them held stubby, square submachine guns in their hands. Pointed at him. They looked smug, secure in their superior firepower.

Yessss...

“We don’t know if your employer is truly evil,” Brock said, his voice deepening and taking on the unique intonation of Venom. “Therefore it may not be necessary to kill you.” Fully transformed, he pointed a sharply taloned finger at the men.

“You may leave.”

The men opened fire.

The stubby little machine guns let loose with an overwhelming barrage of bullets. Lead filled the air with a chattering scream. Many of the projectiles struck Venom, pounding into him and driving him backward. The ones that missed chewed up other objects in the room, including the replica on the display table, sending up a shower of splinters.

* * *

AS QUICKLY as it began, the violent storm of gunfire was over, leaving the room vibrating with the echo and the air thick with cordite. Venom sprawled motionless on the floor by the table, lying in a mess of shredded wood and tiny plastic trees.

The security guards approached cautiously. One popped the clip on his gun, reloading it. The others followed suit, some moving closer, others hanging back. The first to reload stood over their target, sneering down at him.

"Boss is gonna be ticked at the damage to his display," he said, "but he'll understand once we—*huh?*"

He couldn't believe what he was seeing.

"Th-this guy's still movin'?"

Venom rolled over, mouth stretched into a wide, fang-filled grin that seemed to split his skull in half. He sat up, unblinking eyes staring at the closest man.

"Ammunition is expensive," he said, clambering to his feet. "Here, why don't you use yours"—ebon skin rippled across his form, revealing dozens of dull gray nodules embedded there—"again!"

"That black stuff caught the bullets," the security guard cried, turning to get away. "P-poppin' 'em back out." Before he could take more than a couple of steps, flattened wads of lead flew back at the security guards, not as fast as they had been shot, but with enough velocity to hurt.

The foremost security guard took one to the back of his skull, hard enough to knock him off his feet. Others jumped and twisted, trying to avoid being hit by the recycled bullets. Then, in a second blink, Venom was among them in a fury of claws, fists, and fangs.

"Now it's OUR turn!" he bellowed.

8



HIS MOOD matched the lighting in the hallway.

It was dark.

He stepped off the stairs and onto the floor, his thighs tight from climbing all five stories of his home. There was a room on the ground floor he could have converted to a study, but he preferred it where it was. He enjoyed pushing his body, walking the stairs even though there was a small elevator just off the kitchen.

No, let the housekeeper use that. He would walk the stairs until he was no longer able.

The memory turned over and over in his mind of that young man who had appeared earlier at his door.

Why must the world continually intrude? He stepped into the study, reaching for the light switch. *Why can't people just leave me alone?*

“Mr. Brock...”

He jumped, startled by the voice, and jerked around with a gasp escaping his mouth. Crouching on his desk, in front of the open window, was a lithe, sleekly muscular man in a red-and-blue skintight uniform. His face was covered by a mask, with large eyes that stared at him without blinking.

He recognized the web pattern on the red. Recognized the emblem stitched on the man's chest.

Spider-Man pointed his finger at Carl Brock.
"We have to talk."

* * *

VENOM HIT a burly security guard with his fist, driving the man to the ground, where he sprawled across another member of the security team who already lay there unconscious. The burly one didn't get up either, just lay curled around the fractured ribs and broken collarbone he'd just received.

Another security guard hung in the air, held by a fist wadded in his polyweave uniform shirt. He kicked out, striking his opponent with the toe of his boot. Venom turned, pink tongue lashing the air in a swirl of saliva as he considered the man and his actions.

With an almost casual shrug he flung the man across the room. The guard hit the wall with a hard *thud*, striking high near the crown molding and falling straight down into a heap of hurt. As he did Venom stood, surrounded by broken men who were done with their chosen careers. They were all alive, but only capable of guarding the small sections of floor on which they lay.

The relative silence was broken by a clatter in the hallway. Through the door came more men with guns. Bigger guns.

"More guards?" Venom cried out, tossing his head back to laugh. "How delightful!"

The new group filed in quickly, moving with the precision of men who had trained together. They were all older than the guards at his feet, but their actions had the easy power of persons in top physical shape. These were the serious security, the higher-salary personnel. Probably former

military or police, some kind of combat training that left them more capable than the men moaning and bleeding on the floor.

Their guns were *significantly* bigger.

“But we really think we’ve had enough fun for one day. Perhaps we’ll come back and play again some other time.”

Venom turned away from the newcomers and bounded toward a window. Then he was through, easily shattering the glass.

“In fact, we can practically guarantee it.”

* * *

“WELL, THAT’S unfortunate.”

Dunn Mclesky glanced up at the man who loomed over him, watching the debacle of Venom defeating the security detail, and then escaping.

“It is,” he agreed, unsure of what else to say.

The man frowned. His face moved slowly into the expression, as if his hard features were actually made of stone. His shaved head gleamed in the overhead fluorescents as though it had been oiled.

Mclesky coughed.

“Um, Mr. Crane?”

“What is it, son?”

“Should I call for ambulances?”

“No.” The frown turned into a scowl. “Those men can be cared for on-site. The target is escaping. That’s our primary concern.”

“What should we do about it, sir?”

The head of security for Treece International ran a hand over his head and considered his options. With Venom out of the building, there really was only one.

“Tell the outside units that the target is on the north side of the building,” he replied. “Instruct them to pick him up.”

“Yes, sir.”

Mclesky didn’t think it was going to be that easy.

* * *

THE VAN was painted with the emblem of a TV news channel. It pulled away from the array of vehicles—police and media—that had gathered below the building. The driver spoke into his phone even as the sensors and circuitry in the vehicle began streaming information.

“Target in sight.”

At the other end of the line, a man in an armored suit opened up comm links to his team.

“Tracking procedures initiated. Squad, converge on my coordinates.”

9



“YES, THE puzzle does remain vague.”

Venom tumbled down the side of a brick building, staying loose as he let gravity do most of his work. Bouncing, he latched onto the wall, arresting his fall. Crouching there, feet and back touching the surface, he considered his situation. The symbiote rolled back from Eddie’s face, taking its voice.

“But at least we have a few more pieces,” Brock said. “Treece is up to no good—that much is certain—but we need to discover his motives.” His voice rose, eagerness lending energy to his words. “And then, we can squash him like... like...” He searched for the proper analogy.

“A spider!”

He peered down at the garbage piled into the alley—dented, overflowing cans, plastic bags bursting at the seams to spill all kinds of trash and discarded food across the pavement, and piles of greasy cardboard. The floor of the alleyway was a heaping, stinking mess.

“That’s him.”

The voice was poorly modulated, buzzy and distorted, and came from somewhere above him.

“Do it.”

Another voice, nearly indistinct from the first but coming from another direction.

“What—” Before he could say another word a loud buzzing filled the air, and the alley became an explosion of screaming light and fiery, lashing pain. The blasts struck him like the fist of a god, driving him to the alleyway floor in a wave of concussion.

His face still unprotected, Brock pushed himself up amid the smoldering garbage, the stink of it choking what little oxygen he could force his pain-wracked body to draw. It felt as if he’d been pressed under a steamroller, his muscles tight, knotting up like wet hemp rope, locking on themselves, constricting to the point he couldn’t think. He could only *hurt*.

Fight baaaack...

The symbiote screamed in his mind, the pain it felt jangling across Brock’s nerves in a psychic backlash that burned—not with the blister-hot burn of fire, but the corrosive scald of acid.

“S-some sort...” he gasped, struggling through the agony, trying to pull it together “...of energy. H-hit us... when we weren’t ready.”

“You of all people should know, Eddie.” The voice came from just above him, sneering and imperious. “This game has no rules.”

Brock turned his head, looking up from the ground, from the midst of the trash and the refuse. A man stood just a few feet away, outlined by light shining from behind him. A large man, not as broad as Eddie, especially when he was Venom, but imposing.

“Who...” he gasped through the still-present pain. “Who are you?”

“My name is Orwell Taylor.” The man stepped forward. “General, United States Army, retired. I’m here to teach you the concept of taking responsibility for one’s actions.”

The pain began to recede, but not quickly enough. Brock twisted, turning so he could better see his attacker. The symbiote stopped screaming in his head.

“You see, Eddie, a while back you killed my son.” Taylor paused, letting his sentence hang in the air. Then there was movement behind him. One by one, five figures moved up behind Taylor. All of them wore mechanized combat suits with helmets that covered their faces. Each of them bristled with weaponry.

One had an arm made of metal that looked like a pile driver; the other arm sported a device that appeared to be some sort of gun. The next newcomer had clenched fists that crackled with plasma. A third looked almost unarmed, only holding a simple square object that wasn’t much bigger than a tablet.

The fourth made up for his teammate, holding a massive gun connected to his suit by tubes and wires. The enormous firearm was mounted on a swivel arm that protruded from his armored chest. The swivel-gun was heavy-duty ordnance—most likely that was what had laid Eddie low, and still had him suffering from grinding pain that kept him on the ground.

The fifth figure hovered in the air, flying via some technology Eddie couldn’t see. His suit was sleeker, a skintight arrangement covered in wide metallic bands. Brock hoped that was the only flyer. He hated flyers.

Orwell Taylor spread his arms wide.

“Now we, the Jury, are going to kill you.”



A VERDICT OF VIOLENCE

1



San Francisco, California

PAIN!

The symbiote boiled on Brock's chest, flailing tendrils whipping the air as the sonic blast made the alien thing scream in his head. The blast felt like a hammer on Brock's exposed sternum, pounding the thick fibrous cartilage into a sore bruise.

He was pinned in a choke hold by the flying Jury member, who had swooped down before he could react, and still was incapacitated by the blast that had surprised him earlier. The sonic beam came from the Jury member with the metal arm.

After what felt like an eternity, the soldier stopped blasting him and stepped back. The symbiote collapsed, still clinging to its host, but the bits of it that once covered his chest lay limp in tangled ribbons on the alley floor.

The arm across his throat let up but didn't let go. Brock hung there, still weak as the symbiote burned against him. He could feel his Other's anger at being hurt. He *shared* it, letting it bubble in the depths of his stomach.

Orwell Taylor grinned like a pit bull, looking down at Eddie and the symbiote.

“Mr. Brock,” he said, “I am a man of vast resources, most of which have lately been focused on discovering everything I can about you. For example, how the alien symbiote you wear is vulnerable to fire and sound.”

Eddie waited, taking a moment before asking, “B-but why?”

“I had a son—Hugh,” Taylor replied. “Fresh out of the Army, he became a guard at the federal prison called the Vault. He was the first man you killed when you escaped from that institution.”

Brock couldn’t recall Hugh’s face, but he remembered that day—and the things they’d had to do to achieve freedom. He—*they*—felt conflicted. Some of those who died were innocents, the very people they were supposed to protect.

“We...” he swallowed. “We didn’t *want* to hurt anyone.”

Taylor’s stern visage cracked. Teeth bared and fists clenched, he lunged forward until he was just inches away from the object of his hatred.

“And that makes it *all right?*” he screamed. “You *murdered* my son!” The retired general took a long, deep breath, centering himself, swallowing his rage, regaining control. Brock watched but remained silent, waiting. This wasn’t the time for regret. It was a time for survival. All that mattered now was escape.

The ribbons of symbiote twitched on the ground.

When Taylor started speaking again, it was with the tight control he had possessed earlier.

“That’s why I put together the Jury. These warriors”—he swung a hand around, indicating the men in the high-tech war suits—“including Sentry, the former guardsman who holds you helpless, were Hugh’s friends in the military. But now their sole purpose, like my own, is to spill your blood.”

Taylor turned to face the soldier who had blasted Venom with sound. "Screech?"

"Yes, sir?" The soldier's modulated voice came from the helmet.

"Adjust the level on your weapon—set it to kill."

"Yes, sir!" Screech stepped forward, lifting the weapon attached to his arm. "I've been waiting for—" Abruptly he stopped, peering down at his arm.

"Huh?"

Even through the comm, the confusion in his voice was clear. "Hey!" A thin, inky tendril hung from the blaster, stretching back to its host, insinuating itself into the circuitry and rendering the weapon useless.

Brock used the delay to his advantage. Before his captor could react, the symbiote again covered its host from head to toe, healing him, transforming him. Venom smiled, exposing his murderous teeth and that whipping tongue.

"You have our thanks," he said. "That long-winded explanation allowed us to recover from your initial attack."

Swinging his arm in a wide, violent arc, Venom wrenched the sonic cannon off of Screech's arm, leaving only a flailing of wires. He reversed the arc and the arm flashed back, over his head, talons digging hard into the back of the flying Jury soldier who still gripped him in a choke hold. The soldier tried to tighten the hold when Venom flexed, jerking the man up and over his head, then flinging him into Screech. The collision sent both men tumbling down the alleyway like toys discarded by an angry child.

Venom rose to his feet. "Hurting us a second time won't be so easy," he snarled, tongue lashing the air with each syllable. As his opponents rushed in, the General backed away.

"Firearm!" Taylor shouted. "Burn him."

The mechanized soldier with the crackling plasma hands raised them and they flared brighter. He lunged at Venom, swinging wide. His fist cut the air, trailing a crackle of fire.

Venom stepped aside, using symbiote-enhanced speed to twist away from the attack. The fist struck the wall behind him. Brick shattered, bits of it falling to the ground.

"Hot stuff," Venom cried. His fist shot forward, connecting with the faceplate of the soldier's helmet. Thick plastic lenses cracked, metal twisted, and the carbon fiber and Kevlar of the helmet pushed into the soldier's face. As the man dropped to his knees Venom added, "Chill out."

A buzzing filled the air—the same sound he had heard earlier. As he turned and leaped away, the wall behind him disintegrated in an explosion of debris. Attaching himself to the wall twenty feet overhead, he scanned the scene below. It was the soldier with the massive cannon.

"He's faster than anticipated, sir." The soldier cut loose again—and missed again. Brick and mortar rained down. "We'll have to recalibrate our weapons."

"Don't give me excuses!" Taylor cried furiously. "Give me his head!"

Bouncing from wall to wall, Venom realized he still hadn't fully recovered. Despite the symbiote's protestations, he turned gracefully in midair and shot a web, swinging away from the scene. With the flier incapacitated, he would be able to flee.

"Yes, you're right," Brock said to his Other. "He's ruthless, vicious, a driven man. It's too bad, really," he added. "Under other circumstances we might have been friends."

* * *

"THAT'S NOT a very friendly thing to do."

Roland Treece stood in Presentation Room Six with Crane, his chief of security. The scene looked as if a tornado had swept through it.

Or a firefight.

The walls were pocked with dozens of bullet holes. The carpet had been snagged, pulled, and torn in a dozen places. It was stained with blood in a dozen others. And the table with the park display...

"Breaking and entering, destruction of property," Treece continued. "This Venom could prove to be a problem."

"A big one, Mr. Treece," Crane agreed. "He put half my security team in the hospital."

Treece took a few steps until he was standing over the splinters and the remains of the park model. His voice was charged with anger when he spoke.

"Yet not before the display was ruined," he said accusingly. "Blast it, Crane, I thought your men were the best." He locked eyes with the other man, and neither yielded.

Crane let the unspoken accusation hang there for a long moment. When Treece relented and turned away, he spoke.

"They are."

Treece looked at him. Stared at him.

"Against anything human," Crane added.

Treece gave a harsh sniff and walked over to the shattered window.

"At least," Crane continued, "they put him through a window before he did too much damage."

"True." Treece let the high-altitude wind wash through the jagged opening and into his face. It ruffled his professionally trimmed mustache and goatee. His gelled hair was unaffected. "And before he learned anything of value concerning the park project."

He stared out into the open air between him and the street.

"But what if there's a next time?"

* * *

“NEXT TIME try the door.”

Spider-Man hopped off the large oak desk. The older man in front of him didn’t flinch or move back.

And his scowl didn’t change.

Spider-Man put his hand up in supplication, a peace offering. “Sorry, Mr. Brock, but I need information about your son.”

“You wear a *mask*...” the tone of Carl Brock’s voice made it sound like a crime on the same level as murdering women and children, “...come in through the window, then expect me to sit down and *chat*?“

Spider-Man didn’t know how to respond. He wasn’t used to this level of hatred from anyone who wasn’t J. Jonah Jameson.

Or Venom.

“I have only this to say to you,” Carl Brock continued. “Whatever relationship existed between Edward Brock and myself is no longer applicable.”

The silence in the room grew oppressive.

Carl Brock turned to leave, then stopped, talking to Spider-Man over his shoulder.

“Oh yes, there’s only one other thing.”

This won’t be good, Spider-Man thought.

“Leave.” Carl Brock moved to the door. “Or I’ll have the police remove you.”

The door shut behind him with a definitive sound of dismissal.

Oh swell, Spider-Man thought. *Now what? I’m no strong-arm goon. Can’t just beat it out of him. But how am I going to find Venom if I don’t get help from somewhere?*

“Er, Mr. Spider-Man?”

He turned to find a woman standing in a doorway that led to the next room over. She was older; not as old as his Aunt May, but with a similar look of kindness in her eyes.

She stepped into the room. Even from several feet away, he could see her tremble with nervousness.

"I'm Sharon Dempsy," she said. "I've been a housekeeper for Carl Brock since before Edward was born." She stepped closer, lowering her voice to a stage whisper.

"I'd be fired if sir found out, but if it will help poor Eddie, I'll tell you what you want to know."

2



THE AIR was crisp and clear as he swung up and up. He did so with the wind at his back, letting the strong gusts of it push him farther out, riding them as if he had wings instead of webs.

As much as he liked the city, the Golden Gate Bridge called to him. Strung across the entrance to the bay, it stretched like the backbone of some massive, fallen creature. He'd done a school project once, one of the early experiences that pushed him into journalism later in life. It had been a study on the bridge, its history, its function, its dark mystique that attracted troubled souls.

Venom arced across the space, clinging to the end of a line of webbing he'd let extend dozens of feet—far longer than he normally used. Curving his body, he stretched in the upswing, letting go at the apex. The webbing spiraled away in the wind as his bulk sailed higher, before gravity pulled him down.

He fell like a stone, feet slapping metal on top of the bridge's tower, one of two that held up the cables of the iconic suspension bridge. It was a wonder of engineering, a testament to human accomplishment, and even though he

had nothing to do with its existence, he felt pride at what could be accomplished with determination.

Standing tall, he looked out over the bay from almost eight hundred feet in the air. From this vantage point the city of San Francisco looked like a model. He moved to the edge, looking down. He was so high he couldn't even hear the traffic below. The cars—and even the bigger trucks—looked like toys. The only sounds were of the wind and rushing waters.

Go back!

The symbiote's feelings bled over into his mind.

"I know, I know," he replied. "Running from the Jury does seem like a cowardly act, but they had justification, after all. We did kill Hugh Taylor."

He paused as the wind buffeted him.

"True, it was a regrettable necessity—part of our quest to destroy Spider-Man—but still..." He pictured Orwell Taylor's rage and pain. "The elder Taylor's grief is valid."

Faces passed through his mind, images of people they had harmed, innocents who didn't deserve it. They had done many terrible things, Brock and the symbiote, when driven by anger and revenge.

"But we have to ignore that for now," he said, both to himself and his Other. He peered out across the bay, at the buildings beyond. "Innocent people in this city need us. Roland Treece has been hunting them down, under the strange guise of 'renovation.' It has to be a lie. If we could discover his hidden agenda we might be able to stop his—"

A new sound. Jets, and *close*.

"—attacks?"

The flying Jury member known as Sentry swooped out of the clouds, unleashing a blast of concussive energy. Venom dove from the tower, sailing out into space as the impact pounded the steel where he had just been standing. Shards of metal exploded into the air, to be snatched away by the wind.

To his chagrin more assailants appeared, silently riding metal discs the size of pizza pans. Venom fell, twisting around, letting the wind currents push him back among the steel support cables that ran up and down along the bridge's length. He latched onto one, stopping his fall, the momentum slinging him around.

"Persistent fellows, aren't you?" he said. "And those cute little discs you've added to your feet must keep you airborne." Swinging in a wide arc he struck one of the attackers with both feet. "For the moment!" The man slewed sideways, falling in a wide spiral. Venom watched him fall for a moment before leaping into space.

Firearm, the Jury member with the crackling plasma fists, narrowly missed him as he flew beneath Venom, leaving twin trails of energy.

"Ah-ah-ah," Venom chastised playfully. "We felt your heat long before you got here."

"Missed!" the Juror cried. "Sentry!"

"On it, Firearm."

There was the roar of a rocket thruster a split second before something hit Venom from above. Like a battering ram it struck him in the small of the back, threatening to break his spine and driving him out of the sky.

* * *

MARTY WAS twenty-five hours into a twenty-six-hour audiobook, a hyper-violent urban fantasy about a monster hunter and his family of misfits. It was read by an actor he liked—the one with the gravel-soaked-in-whiskey voice who spoke as if he was reading the script with a squinting eye—and the action was getting intense.

So intense he didn't mind being stuck in traffic on the Golden Gate Bridge. He didn't like traffic, though, and really didn't like sitting on bridges in his semi, so it took

every bit of blood-spattered vampire killing to keep him preoccupied.

The impact took him completely by surprise.

Something hit the trailer of his truck like a meteor. The entire vehicle shook, bouncing up and down in the air like a spring. Even with his seat belt, Marty's head bounced off the windshield.

"What the *hell*!?" he yelled. The impact knocked his foot off the brake pedal, and the truck started moving. "Pullin' right! Swervin' me straight into traffic!" He fought with the wheel, but to no avail. The side of his trailer swiped a van. Metal on metal *krunched* as both vehicles crumpled.

Finding the brake again, Marty leaned out the window to see the damage. As he did, the side of the trailer exploded. A human figure—wearing a suit like that Iron Man guy—came flying out of it.

Motion pulled his attention upward. Three other helmeted figures flew above the cars. Marty had no idea what was going on, but he sure as hell hoped his insurance covered damage from super-people.

* * *

KEEPING HIS balance on the hoverdiscs was a pain in the ass. It would have been difficult enough under normal circumstances, but the weight of the cannon swivel-mounted to Bomblast's chest made it damned near impossible. He had to fight the weight of it, constantly teetering on the tipping point. His back hurt like hell, but adrenaline from the fight rushed through his veins, gifting him with a heightened combat-awareness.

His teammate sailed out of the tractor-trailer, arcing up toward the rails of the bridge. Twisting in midair, Sentry engaged his suit's thrusters, and he was back in flight.

Their quarry didn't follow.

“Sentry’s clear,” he said, pulling up on the cannon. “But the target’s still inside.”

Firearm hovered nearby. “Can you take ‘im, Bomblast?”

The Juror smiled under the face mask of his helmet. “Just watch me.” Bracing on the hoverdiscs, he zipped toward the hole that had been ripped in the truck. He cycled up the charge in his cannon, feeling the device hum in his hands and back through the chest harness. The buzz of it spiked his adrenaline even more, making him tingle from the bones outward. Closing in, he took aim and let loose a massive blast.

“Eat plasma bolts, you lip-smackin’ lunatic!” he bellowed. As if on cue Venom appeared, leaping out of the trailer just ahead of the explosion that shredded it.

“This soon before lunch?” Venom cried in response. “Merciful heavens, that would simply *ruin* our appetite.” His trajectory took him straight toward Bomblast.

“But perhaps if we had a little exercise first.”

Before Bomblast could veer, the black-and-white creep connected, and solidly. The plasma cannon shattered and Bomblast went flying, striking the bridge with enough impact to knock him senseless.

* * *

“MERCIFUL HEAVENS, that would simply *ruin* our appetite.”

Propelled by his symbiote-enhanced strength, Venom flew out of the trailer through the hole left by Sentry. The plasma bolt *skreed* under him, the crackle heating his chest and legs as he avoided being fried. Behind him, the blast struck the inside of the trailer, causing it to collapse under the thermal kinetic energy, leaving a swirl of shredded and twisted metal like a modern art display.

“But perhaps,” he said, sailing through the air, “if we had a little exercise first.” Venom closed the distance between

him and Bomblast. He lashed out with a fist, driving it into the swivel-mounted cannon.

The plasma weapon shattered.

The soldier tumbled back, the hoverdiscs he'd been using slipped out from under him, and he crashed to the roadway below.

Pain!

Firearm's hot magenta energy hit Venom in his side with enough physical force to drive him sideways. The symbiote cried out, constricting around Eddie. He too felt the pain, psychically bonded with the symbiote as he was, radiating outward from the point of impact.

"Battering pulse caught him by surprise," Firearm crowed.

"Keep 'im down, Ramshot." His metal arm cocked backward, Screech sped toward their target. "I'll take him apart!" The cybernetic limb crashed across Venom's jaw, shattering finger-long fangs that filled the entirety of their mouth. He didn't need his sonic weapon to do this.

"Not so fast, Screech!" Sentry swooped in. "Leave me a piece." His fist struck Venom in the mouth as well, spinning them around.

Fight!

"No sweat, pal," Screech cried, his glee apparent. "There's enough for us both! On me..."

The two of them fell into a practiced formation, bracing themselves in mid-flight then striking together with armored fists. A pair of vicious uppercuts knocked Venom over cars and trucks, across the lanes to the other side of the bridge.

"THAT'S ONE weapon the lone maniac will never have—teamwork," Sentry said as his teammates gathered.

“C’mom, let’s finish the job.” With his boot jets Sentry flew to where their quarry had disappeared, then pulled up short, hovering as the other soldiers drew close.

Cars and trucks were everywhere, pointed at odd angles as their occupants spilled out into the lanes. The civilians were looking up and around in confusion at the chaos that had been dropped into their laps.

“Hey!” Sentry boosted the volume on his vocal modulator. “Where’d he go?”

“I-I saw, but I don’t understand.” One of the people looked up at them—a blond, short-haired man in a dark-blue business suit. He seemed thoroughly disoriented. A young teenage boy stepped to his side.

Sentry didn’t respond, but just hovered menacingly over the pair.

“One second he was here,” the man said, “and the next he started to fade. Blended right in with the concrete. He just... disappeared.”

Sentry turned to his teammates. “Used the blasted alien to camouflage himself.”

“What now?” Screech asked. “Search and destroy? We need to find him, or the General will be mighty pissed off.”

“No!” Ramshot spun on his hoverdiscs. “Emergency crews’ll be here any minute.”

Sentry nodded. “There’ll be another time.” He punched the thrusters of his boots and shot upward.

“Yeah, and soon!” Bomblast responded as he and the rest of the Jury members flew off, following the contrail of Sentry’s thrusters.

* * *

“ARE WE going to be on TV, Dad?”

The man with the blue suit and the short haircut glanced down at his son. There was a look of horror on his face.

“Oh Lord, what would the neighbors think?” He held out his hand. The boy took it and began following as the man tugged him along. “Let’s get back in the car, Timmy. I-I think it’s best if we keep a low profile.”

The soft gleam of Rorschach eyes watched them from the underbelly of a truck as they passed it by.

3



“MR. BROCK keeps a low profile in most things, Mr. Spider-Man.”

Sharon Dempsy fidgeted, her hands moving in steady rotation around her body. Touching her elbows, one shoulder then the other, her chin and her hair; adjusting her glasses; then moving back down to touch fingertips to palms before the cycle started again. Spider-Man tried his best to ignore it. He'd learned long ago that if someone was talking and fidgeting they were generally being honest. Or if they were lying, they were doing it badly.

She looked up at him and stopped. Her hands froze in midair like rabbits caught in the headlights. After a moment she tucked her arms behind her back.

It was the eyes.

His oversized white lenses, surrounded by swooping black frames, freaked people out.

Some people.

Most people.

Nobody complained about them when he was fighting, or swinging by, or even when he rescued them. But he'd seen

enough comments online to know that the size and shape and blankness of them unsettled some people.

Apparently Sharon Dempsy was one of those people.

She swallowed and continued talking, unspooling her story. "He's not terribly emotional," she said. "In fact, I doubt anyone was more surprised than he was the day he fell in love."

Spider-Man simply tilted his head, inviting her to continue without speaking. She didn't hesitate or disappoint.

"Jamie became his wife and his world. He wanted her to have everything that would make her happy, and what she wanted most was a family." Dempsy pointed at a framed picture on the wall. It showed a man and a woman, and it only took him a second to recognize the man as a younger Carl Brock. He was actually *smiling* in the photo, standing beside a very pretty woman, her hand on a very rounded belly.

Jamie.

"But when she died giving birth to Eddie, the part of Carl that allowed him to care for another person died along with her." As the words left her mouth Dempsy's face took on a look of horror. She raised her hands, palms up, waving away the implication of what she had said as she rushed to explain.

"Not that he was cruel or abusive!" she added quickly. "He saw to it that his son got the best education, the finest healthcare, the latest toys." Her head dropped slightly, chin dipping down. "But what the child really needed was the one thing Carl Brock could no longer give. Affection.

"In school the boy worked hard," she continued, "but his reward for perfect marks was a terse, 'That's nice, Edward. Now, why don't you go out and play?' He excelled in sports, hoping that trophies and medals would do the trick. They didn't."

Spider-Man still didn't respond, even though the woman looked at him expectantly. He was too busy thinking about the differences between his upbringing and Eddie's. Carl Brock seemed cold, disinterested, and distant.

No wonder Eddie became a psychopath.

His own childhood, after Peter Parker went to live with Aunt May and Uncle Ben, was the best. Aunt May was a dream, baking treats, always there to hug him and give him a word of encouragement. And Uncle Ben, rest in peace, showed him how to be a man who can be strong but doesn't have to be closed off. He proved by example that a man can *feel*, and that feeling keeps him humble and kind.

Peter still missed him. He thought about it often, deep in the pocket of the night, the time before the sun came up, when the world—even the Big Apple—was quiet. He didn't know which defined his life more.

Being bitten by a radioactive spider, and granted the superhuman abilities that made him Spider-Man...

Or the life and death of Uncle Ben, the man who had raised him like a son.

His eyes were hot under his mask.

Sharon Dempsy shifted, pulling his attention back to the present.

"Then in college," she said, "Eddie switched his major to journalism. On graduating, he moved to New York, got a job at the *Daily Globe*, and became a newspaper reporter. He was a good one, too, driven to succeed. Surely, he felt, his father would respect that."

The look on her face said that this wasn't the case.

"Even at the peak of his career, when he was writing exclusive interviews with a confessed serial killer, word from Carl was rare and perfunctory. Then when Eddie's source was exposed as a cheap prankster, he was fired in disgrace, and communication between father and son ceased altogether." Dempsy sighed, and her eyes shone behind her small wire-rimmed glasses.

"More than anything else," she said, "I think that pushed poor Eddie toward madness. He sought his father's love, but found only shame."

The tears tracked down her cheeks, falling off her soft jaw and onto her collar. He didn't know what to say, what to do. He felt bad for her. He felt bad for the Eddie in her story. He even felt bad for the Carl Brock in her story.

But he didn't know what to do with her crying.

After a long moment he said, "Thanks, Ms. Dempsy. You've been a big help."

She nodded, still crying, but he took it as his release. He was out the window in one supple move, bounding away from the house, leaping and launching a web without even thinking.

I wish it was true, he thought, but I don't know if anything she told me will actually help me find Venom.

The city's skyscrapers were only a short distance away, and soon he was back among them. Pulling hard he swung deep, low, and out, arcing to the apex of the line and sailing through the air with a spinning backflip. Pushing his body helped to clear his mind of Sharon Dempsy's sadness.

Still, like the old saying goes, "know your enemy," he mused. Problem is, I may be getting to know Eddie too well. I honestly feel a little sorry for him, and is that wise? Having sympathy for a man whose sole purpose in life is to kill me?

He didn't have an answer to his own question.

4



“...MIRACLE THAT no one has been killed so far.”

The newscaster had a small face with delicate features, quite unlike the hideous monstrosity displayed on the screen behind her. Treece watched the news report on the same monitor he'd used for the teleconference with Carlton Drake.

“But police admit that those involved in the bizarre battle—Venom and the mysterious armored warriors—are still at large.” The photo of Venom was replaced by a fuzzy video taken by a bystander on the bridge. Between the phone's limited capabilities and the shaky hand of its owner, few details could be seen.

That was for the best.

“Obviously, this story is far from over,” the anchor concluded, shifting her attention to a candidate in a local election. Treece frowned and hit mute on the remote.

Far from over, Treece thought darkly. That's what concerns me. With Venom still on the loose, he remains a threat to my plan, and the millions of dollars in gold it represents.

Mentally running through the options, he realized he had none.

I guess we're going to do this the hard way.

5



“THAT WAS easier than we expected.”

The garbage truck turned left onto Clement Street, south of the Golden Gate Bridge. It trundled over the asphalt like a huge metal beast of burden.

Venom lowered himself enough to peer out from under the vehicle. Bits of gravel and road grit pinged off him as he hung there, upside down, but he ignored them. His talons were wrapped around a matched pair of struts tucked into the undercarriage. The angular metal rods were nearly as thick as Venom's forearms and doing their job of stabilizing the massive payload that rode in the compactor.

Above him spun the truck's axle.

“Though,” he continued, “the fact that we are now pursued does complicate matters.” As far as he could tell, the Jury had nothing to do with the assault on Sanctuary, but he couldn't be sure. Evil had a way of insinuating itself into all facets of life, forming a complex web of corruption.

He smiled at the analogy.

The road seemed to have light traffic—not surprising, since the Golden Gate Bridge was still being cleared of the

chaos he and the Jury had caused. A lot of the cars that would normally fill the street were still trapped on the span.

The truck under which he hid shuddered to a stop. He couldn't tell, not from his vantage point—it might be a red light or a crosswalk or traffic congestion.

No matter.

"San Francisco's a big place," he muttered. "We should attract as little attention as possible. Adopt a more conventional appearance, mingle with the civilian populace." Transforming back to Eddie Brock, still wearing the "leather" jacket, he took the opportunity to drop from his perch and spring away.

"We should be fine," he added. Brock stepped onto the sidewalk and began moving into the city on foot. "After all," he said, "Taylor's men can't be everywhere."

* * *

BINGO!

"This is Watchpost 73. Target sighted going east on Clement. Get the team here fast. I'll do what I can to make sure Brock sticks around."

The man in the van spoke into his phone as, with his free hand, he hit a dashboard control. Touch screens were a wonderful thing—he didn't know how they'd ever survived without them.

Then he reached for the door handle.

* * *

SOMETHING STRUCK cracked sidewalk and rolled between his feet with a hollow metallic chime, coming from behind. It bounced once and then rolled, stopping just a couple of feet away. It was a metal sphere, the size of a softball. Circles

and seams covered the surface, and there was a counter sunk into the metal.

“Hnh?”

Was it a child’s toy, escaped from a small, sticky hand?

Before he could act, the world was scoured away in a blast of white noise that seared the symbiote into shreds, sending trails geysering away from his limbs. Brock screamed aloud; the symbiote screamed into his brain. The psychic backlash dropped Brock to his knees on the concrete.

“Sonic grenade put the hurt on your alien buddy...”

His vision began to clear, and he looked over his shoulder. A short man with a mustache and a high-caliber machine gun stood a few feet away.

“But these bullets are for you!”

Brock pushed himself up, swallowing hard to be able to speak. His windpipe felt as if it had been filled with gravel. Black tendrils hung off him in tatters, leaving him almost naked.

“Wh-why?” he asked.

“Why?” the man snarled. “Hugh Taylor was one of the finest men I’ve ever known.”

Eddie found his voice and sat back on his haunches. “And to avenge him you’d condemn innocents to death?”

“Huh? What do you mean?”

“There’s a colony of innocent street people, and they’re in danger,” he replied earnestly. “We could be their only salvation, unless you stop us.”

The man with the mustache didn’t respond, didn’t press his advantage. Nor did he lower his rifle, however. Hugh Taylor had engendered a deep sense of loyalty in men such as him. Soldiers. Heroes. Revenge was a strong motivation —perhaps the strongest of all—yet this person wasn’t a cold-blooded killer. A killer, yes, but not cold-blooded.

“We see hesitation in your eyes,” Brock continued. “Tension easing on your trigger finger. Not much...”

The black began to return, curling up over Brock's head and spilling down his cheeks, thick and viscous. Teeth slipped through his skin and over it, relocating from their sprouting place to where they were meant to be. He could feel them, like loose teeth in a socket that were pressed back in place. It wasn't painful—indeed, in a strange way it felt good, as if everything was slipping back to normal.

"...but *enough*," Venom finished.

A taloned hand shot out, closing on the machine gun. The metal screamed as it crumpled in his grip. The man released the barrel, lest his hand suffer the same fate. Venom loomed over him, and the man looked up at him with raw fear in his eyes. Slime from that lashing tongue dripped on his face, spattering his forehead and cheeks. "We should kill you," he continued, "but your instant of compassion has bought you your life. Now, *go*, before—"

A blow like a sledgehammer knocked him sideways and off his feet. Venom flew through the air and crashed against the side of a building, the impact hard enough to shatter the concrete facade and leave him dazed in a pile of broken rubble.

"Sentry!" the mustached man yelled. "But where are the others?"

Sentry hovered on his thrusters. "We were spread out across the city, looking for this guy. I was the closest. They'll be along soon. Meanwhile..." He let the words trail off, adjusted his thrusters, and flew closer to where Venom was struggling to stand. He extended his hands, and the palms of his metal gloves began to glow.

Venom had his feet under him and was using the wall to push himself up, when twin concussive blasts drove him back to the ground. Every inch of him felt as if it were being pounded with a jackhammer. Unlike a hail of bullets, the impact was constant and vibrated through every inch of his form, as if the energy possessed weight—constant,

unrelenting weight. It was worse than being punched by the Thing.

“My repulsor rays should hold him down until—”

Sentry’s words were cut off, replaced by the concussive *WHAMB* of a low-yield explosive. As Venom tumbled forward, his armored opponent slammed into the wall, his suit smoking from the assault. He slumped to the ground in a loose-limbed heap.

“Someone’s shooting,” Venom said. “Shooting at someone besides us?” He scanned the area for the source of the explosive.

With the whir of its rotors, a small helicopter dropped from the sky and edged toward him, hovering about seventy-five feet above. Venom crouched, preparing to leap away should its pilot decide to fire another rocket, this time in his direction.

A hatch slid open in the side of the aircraft.

“Come aboard, Mr. Brock.” The voice came from the helicopter. It was louder and better modulated than the voices of the Jury soldiers. “I offer sanctuary... and a proposition.”

Venom considered it. After a long moment he lifted his arm.

“Yes, I know it’s a trap,” he said, “but what choice do we have? The Jury will be here any moment. Besides, this could be enlightening.”

A web line zipped from the back of his wrist, arcing up and slapping against the side of the flying machine. He leaped and yanked himself upward, swinging inside to find an interior large enough to hold half a dozen men. It was bare bones, however, lowly lit with a run of LEDs along the top of the hold, a single bench built along one side and a flat-screen monitor on the other. The door to the cockpit was reinforced steel, and no latch was visible.

The exterior hatch door stayed open, though the vehicle began to move at high speed. Venom remained standing,

his feet clinging to the deck.

“Very well,” he said loudly enough to be heard over the sounds of the wind and the rotors, knowing someone had to be listening. “We’re here. What do you want?”

The screen came on, revealing a sharply appointed man with a trimmed goatee and a haircut so perfect that its cost would feed a family of ten at a nice restaurant. Arched eyebrows and flinty eyes gave their owner a sinister appearance.

Or perhaps it was the goatee.

“Good afternoon, Mr. Brock,” the man said. “I’m Roland Treece. I’ve decided it would be better to have you with me than against me.”

Venom didn’t reply.

“Therefore,” Treece continued, “I’d like to hire you as my new head of security.”

“Hmm...” Venom tilted his head, considering this new development. “Does the position involve your park renovation project?”

Treece nodded. “It does.”

After a long moment, with a voice that was almost childlike, he replied.

“Okay!” he said. “We accept.”

At that the hatch snapped shut, and the helicopter continued on its journey—wherever it might take them.

Venom smiled even wider, revealing the entirety of his fangs.

6



Mojave Desert, California

AFTER TWO hours in the air, the pilot opened the door to the cockpit, allowing him to lean in and see the world as it passed by beneath them. It was a wide expanse of desert with muted colors that blended into one another, tans into browns into whites into grays, all intercut with dark streaks and strips he knew were topographical landmarks. Ravines, riverbeds, sinkholes, and even narrow scrub “forests.”

If the pilot was unnerved by his hulking figure—even with the saliva—he didn’t give any indication.

Years earlier, Eddie had done a story on combat helicopters and how they performed in battle. In the process he had flown with a pilot in a five-blade Comanche, a state-of-the-art attack craft. He’d learned the basics of how to operate one, and garnered a crude understanding of how to interpret the gauges on the control dash.

The current aircraft was moving incredibly fast. If he read the speedometer correctly, and did the proper conversion of knots to miles, they were streaking over the earth at more than two hundred and eleven miles per hour.

The pilot pointed forward. “That’s the place, sir.”

A set of low-profile buildings sat in a flat area that looked like a dried salt lake bed. The facility was surrounded by a chain-link fence and boasted a wide, flat concrete pad. The pilot began making adjustments and the helicopter swooped lower. Within moments he had dropped the aircraft onto a small helipad.

The hatch door opened and the pilot shut down the engine. Slipping past, he moved through the hatch and outside, waving for Venom to follow. Sunlight streamed down, feeling good as it soaked into the inky blackness of his form. Venom stretched, allowing the UV rays to help loosen muscles that had grown tight from being cooped up during the ride. The pilot jerked his thumb toward the closest building.

“Mr. Treece said you’re to meet him inside the bunker.”

“After you,” Venom replied.

“But—”

He loomed over the pilot.

“We *insist*.”

With a shrug of resignation, the pilot turned toward the building. “Hey, c’mom,” he said over his shoulder as he trudged forward. “I-I’m just a hired hand. You don’t think I’m stupid enough to pull any tricks, do ya?”

A thick tendril unfurled from Venom’s chest, looping around the pilot’s neck, hovering there like a noose.

“As long as we can squeeze your neck, pop your head off like a clipped flower?” Venom mused. “No.”

The man shuddered visibly, but didn’t reply.

Double steel doors opened with a hydraulic *whoosh* as they drew near. Cold air rolled out toward them from the opening, which revealed a polished metal hallway about fifteen feet high and the same width. They stepped inside and the doors shut with the same *whoosh*, leaving them in semi-darkness. Venom nudged the pilot forward.

“We’ve suffered too much human perfidy to be trusting,” he said. “In fact, the only reason we came with you was to

get close enough to Treece to prevent any further treacher
—”

A thin vertical strip opened on the wall as the pilot stepped past. Nozzles in the strip shot jets of flame across the hall, cutting through the symbiote tendril in a sizzling flash. Venom stumbled back, screaming from the pain.

“Rrreeeee!”

As the heat from the flames increased, the symbiote sent out more tendrils that writhed like a nest of snakes. Venom turned to escape, but another strip of metal slid back to reveal another row of nozzles. Before he could move, another wall of fire blocked the entryway. The heat doubled in intensity.

“Walls of flame pinning us in!” Venom screeched. “When we get hold of Treece...”

“Oh, don’t blame Roland, dear boy.” The voice spoke loudly enough to be heard over the whooshing thrust of the flame jets. A few jets cut off at eye level, creating a thin gap through which he could see a man flanked by two soldiers in faceless uniforms, looking similar to the members of the Jury. Despite the heat from the flames the man did not sweat. The flames reflected off of the dark glasses he wore.

“This was my idea,” the man said. “Please allow me to introduce myself—I’m Carlton Drake, director of the Life Foundation. Mr. Treece, one of our board members, suggested that you might be of use in the Foundation’s latest venture. Thus I prepared this... warm welcome.”

“He’s a fool!” Venom snarled, his tongue whipping like a flail. Even so, his voice had a shrill edge of pain to it. “Whatever you want, we’ll never help deceitful scum like you!”

“Ah.” Carlton Drake smiled. “It isn’t you we want, dear fellow. It’s your children.”



DEADLY BIRTH

1



Mojave Desert, California

EVERYTHING HURT.

Everything.

He hung in a globe of sonic energy generated by twin apparatus that hung at forty-five-degree angles above him. Floating in the center of it made him feel as if he'd been dipped in a vat of fire ants.

Angry, biting fire ants.

The sonic cage was suspended nine feet above the floor of a high-tech lab in the secret desert base. Advanced equipment surrounded him on all sides, every wall covered in technology that was beyond his understanding, with more tech scattered on counters around the room. Scientists and technicians moved past quickly, and rarely did they look his way.

He didn't care about any of them.

His only concern was the grim-faced man wearing the sunglasses and suit, standing below his cage and peering up at him.

“You!” he bellowed. “Carlton Drake!” Venom lunged forward as far as the confining sonic energy would allow.

“Come closer so we can suck your lungs out through your nose.”

“Very colorful, Mr. Brock.” Drake tilted his head. “Or should I say ‘Venom’?” He chuckled, low and quiet. “Thank you for your offer, but the Life Foundation prefers to keep me intact.” He moved closer to the ball of energy and the snarling figure it held.

“Indeed, our clients pay handsomely for our goods and services, for the emergency quarters we provide them against the event of world chaos. Made-to-order survivalism without all of the fuss, so to speak—and they expect to be protected, should they enter that sheltered environment.

“Which is where you come in.”

Drake turned and spoke to a man who stood at a control panel.

“Proceed.”

The man nodded and his hands moved, making adjustments to the array of dials and knobs and switches. After a moment he seemed satisfied, and tapped a large button on the left side of the panel. A tubular device rose from the floor, aiming at the ball of sonic energy.

Aiming at Venom.

“No!” Venom cried. “Not again!”

A needle-thin beam—the same beam that had appeared four times before—crossed the space and pierced the sonic globe, striking Venom in the chest.

“Pulling at us—it, it...” Man and symbiote thrashed involuntarily, writhing as much as the containment field allowed. Limbs trembled with the enormous effort of trying to get away from the pain. The symbiote’s mouth pulled back, toothy jaws wide, revealing the face of the man beneath. Pain was etched there. Each half of Venom twisted and screamed, their shared agony doubled, their screams echoing off of the walls.

It felt as if the beam was rooting around inside him, digging in with needle-sharp precision, cutting a part of him away. A thin strand of symbiotic material rode back down the beam toward its source.

The agony seemed endless. Brock screamed, releasing a primal, animal noise, a wild inhuman howl. The symbiote bubbled and rippled on his body. The face they wore went liquid and peeled back in fleshy folds of teeth and gum and loosely flapping tongue.

Throughout the process Drake watched the symbiote and its host without any indication of emotion. When he spoke, his voice was calm, matter-of-fact.

"When we heard of the incredibly powerful creature called Carnage, we did some research and discovered that his abilities came from a spawn of the alien symbiote you wear as a costume," he said. "That opened us up to fascinating possibilities."

The sample of the symbiote trickled down the beam, moving closer.

"We thought that if we could obtain and control other such symbiote spawn, we might link them with volunteer security personnel—hand-picked human beings. In doing so, we'd create the perfect guardians for our pampered, well-paying clients."

As the alien substance came near, Drake lifted a petri dish from a nearby countertop.

"Our clientele would pay *anything* to fall under such unsurpassed protection," he continued. "Based on our examination of your symbiotic half—thank you very much—this is the final 'seed' our scientists have found you to possess." He placed the petri dish under the beam, tilting it up so that as it passed, the sample spattered onto the dish, writhing as if it had a life of its own.

"If one had a taste for the melodramatic, one might call it..."

He raised the dish into the air, closer to the captive who hung suspended and panting as he recovered from the agony of the extraction.

“...the last son of Venom!”

2



“I DON’T like this.”

Trevor Cole paced back and forth with long, ambling strides that swung out from his hips, causing his shoes to *clomp* on the hospital-grade white tile of the floor. The entire room was white. The floor, the walls, the ceiling. Bare furnishings were all brushed stainless steel that took on the glow of its surroundings. There was a table attached to the floor, and five chairs sat around it. The table wasn’t designed for sitting at, however—not with the grooves that ran along its edges and led to drains in each corner.

It wasn’t even an examination table.

It was a coroner’s table.

The room was so bright it made the corners of his eyes ache, the early signs of an ocular migraine. The technician who escorted them there had called it the Pale Room. This seemed appropriate, at least in his mind.

“Oh, sit down,” Leslie Gesneria barked. “Stomping around here isn’t going to make anything happen any faster.”

The three other survivors of the desert trials made motions and noises of agreement. Trevor just turned,

pointing at a man who leaned back in his chair, feet up on the grooved table. He had his hands behind his head, showing the dark ink of tattoos that flowed from under his sleeve.

"Why do you look so happy about this, Ramon?" Cole said.

Ramon Hernandez sighed but didn't change position, other than to raise his eyebrow.

"I'm happy as long as they're paying me."

"I *hate* the Pale Room," Cole persisted.

"It's not so bad." Hernandez shrugged. "Not as bright as the desert outside of Kandahar, when the sun is right overhead and hating you for living underneath it."

"Not even as bright as the Mojave, outside of this base." Donna Diego played with a strand of loose hair.

Cole snarled and threw up his hands, batting away their comments.

Diego put her elbows on the table. "You've got three squares and a cot, soldier, so why are you complaining?"

"It's the same as being prisoners."

"You're not a prisoner."

Cole stopped pacing and pinned Diego with his stare. "You think they'll let me leave? Or you? Or any of us, for that matter?"

"I don't want to leave," she replied. "Mr. Drake is *doing* something here."

"You know what that thing is?"

"Something good." Diego glared. "A purpose."

Gesneria, Hernandez, and Carl Mach—who had stayed silent, simply watching as he meditated—all shifted away from Diego and the intensity in her voice.

"You can't know that," Mach said, breaking his silence.

"Know what?" Diego's voice went thin and tight.

Mach lifted his hands, palms out.

"We're all soldiers..."

"Not me," Hernandez corrected.

“Really?” Mach’s voice rose in surprise.

“Really.”

He grunted. “Huh, I would have taken you for some kind of super-Joe, Army-in-your-blood kind of guy.”

“I never claimed any of that.”

“Kandahar?”

Ramon shook his head. “Not with the military.”

“That’s weird,” Mach shrugged. “My point remains—we’re all soldiers, all *except* for Ramon, and we’ve all seen things, done things, *hard* things. Maybe even criminal things. Probably even evil things, if we’re all honest. Not that *that’s* likely. You can’t assume an organization with a secret base rests on the side of the angels.”

“Whose side are we on then, Mr. Mach?” The voice came from nowhere and everywhere, all at once. No warning, not even a whisper or a crackle that indicated any type of speaker.

* * *

THROUGH THE high-definition video monitor, Carlton Drake watched the five members of his security team—the five survivors—as they reacted to his question. And to the knowledge that he had been listening.

Three of them—Carl Mach, Leslie Gesneria, and Trevor Cole—all tensed. He could see their muscles tighten and their spines straighten. All three began scanning the room, looking for any indication of equipment that allowed for two-way communication. They wouldn’t find it, though.

They *were* soldiers, highly trained by some of the world’s most secretive military units. Black-ops personnel. They would hate that they had been caught by surprise.

He gave a little smile.

Especially Carl Mach, who had put his foot in his mouth, metaphorically speaking. Good thing he wasn’t interested

in Mr. Mach's interpersonal skills.

Both Diego and Hernandez remained relaxed, unaffected by the knowledge of his surveillance. He wasn't surprised at this, especially not from Mr. Hernandez. He'd watched the footage of the man's performance in the desert test. Ramon had destroyed drones and overcome traps with the ease of someone taking a Sunday stroll.

Mach sat back, giving up on his search for the monitoring equipment. His voice was clear as he spoke.

"You're on your own side, Mr. Drake," he replied to the earlier question. "Of that I'm sure."

Drake smiled again. "Very good, Mr. Mach, very good."

He pushed a button on the console beneath the monitor. It was time to begin.

* * *

A SOFT click broke the silence and a one-foot square in the center of the table dropped a quarter of an inch, sliding away to reveal a shallow recessed area.

Inside the hollow sat five round discs—petri dishes, laid in a row of three and another row of two. The bottom of the recessed area rose without sound until it was even with the rest of the tabletop.

Even in the bright light of the Pale Room, it was difficult to put a name to what the sealed dishes held.

Blobs.

Blotches.

Gobbets of ooze, lumps of goop, puddles of slime. All seemed applicable.

In one of the dishes the substance seemed like loose, wiggling gelatin. In another the stuff had the firmer consistency of chewed bubblegum. A third lay like a shimmering puddle, while the last two changed constantly, rolling around the glass dishes like quicksilver.

“What is this?” Trevor Cole asked.

Drake’s voice was clear as a bell. “This will be the final test.”

There came a grinding tinkle and, one by one, cracks began to spiderweb through the glass of each petri dish.

* * *

DRAKE WATCHED in fascination.

These five people were proven survivors, not just in the desert field tests, but in a myriad of challenges and examinations to which they had been subjected since being chosen. Most of the tests had been consensual—from the IQ screening to the DNA deconstruction. Others, such as exposure to certain stressors including gamma rays, cosmic rays, even a sample of Terrigen Mist, were performed without consent. The five hadn’t even known they’d occurred.

Nor had the people who *hadn’t* survived.

This was the hurdle with the greatest number of unknowns. Even the Terrigen test presented more precedents. As for what would happen here?

His scientists had no idea.

The only other offspring of Venom, Carnage, wasn’t really a duplicate of the original. There were similar, shared characteristics, but not exact. Carnage and Venom had the same ability to change their biomass, but they employed it in unique ways. Whereas Venom seemed always to opt for larger size and more muscles, the Carnage creature used his ability much more imaginatively, to form his limbs into weapons for slaughter.

The targeted extraction process had resulted in five seemingly different “seeds,” as well. Each of them had taken on a different hue, one becoming a shocking tone of

magenta while another shifted constantly along the red end of the color spectrum, like some sort of liquid sunset.

As far as all their instruments could tell, however, all five seeds were viable for bonding to a host, and the five people in the Pale Room had the best chance of surviving that process.

He wondered how many of them would.

* * *

SHE REFUSED to move, to stand up out of the chair, even though a part of her brain—a faint voice in the back—screamed at her to get away, to run. But she knew that voice was just panic.

Besides, there was nowhere to go. The Pale Room was sealed. She was sure of it. It would remain so until whatever Drake had set in motion ran its course.

Part of Donna trusted him implicitly, even though she had no real reason for it. So she sat, partially in acceptance of her position, partially out of faith in her... boss? No. That was the wrong word.

Leader.

The only other person who stayed in his chair was Ramon. She wasn't surprised, even though she knew he didn't possess the same loyalty to Drake. No, she had the impression Ramon would stay in that chair no matter *what* happened.

The other three—Leslie, Trevor, and Carl—had moved to put their backs to the walls, as far as they could from the table. Apparently they gave in to their inner voices.

Her eyes were drawn to the petri dish on the left. The thing inside it lay covering the bottom like a small puddle. Its surface rippled as if a pebble had just been thrown into it. The colors mesmerized her, red flowing to orange flowing to yellow. Liquid sunlight.

The petri dish farthest from her shattered as the thing inside pushed against the cracked glass. The fluid ran out over the shards, flowing across the table to the edge. There it stopped, roiling up onto itself like a mini-tidal wave of goo, and sat quivering. Thin stalks of it flailed at the air like antennae. After a long moment it launched itself from the table, shooting across the space.

It struck Leslie on the cheek, eliciting a shocked gasp.

Immediately it began to run and spread across her face. Leslie clawed at it, digging in with her fingers, but she couldn't get a grip. The substance lapped over her knuckles and began covering her hand as well.

She slid down the wall, coming to rest on the floor.

Donna's eyes slid away from her fallen comrade and back to the petri dish with the sunset colors. The dish next to it shattered, the lid exploding into glass dust as the goblet inside bounced out. It *hopped* across the table, bouncing as if it were made of rubber. In two arcs it was airborne and sailing toward Carl like a ping-pong ball that had been served. He stepped sideways and swatted at it, trying to knock it away.

It struck the palm of his hand and latched on there. Carl screamed and tried to shake it off as the goblet sank into his skin. He stared at his hand in horror as the skin began to change color and his fingers grew longer, sharper. He fell beside Leslie, convulsing on the floor.

Again her eyes were drawn back to the sunset liquid. It began to churn under her gaze.

The two other remaining dishes fell to pieces. The samples in them began to move, both heading toward Ramon, one slithering like a quicksilver snake, the other rolling like a quivery gelatin ball. As they drew closer they began to veer into each other, fighting over which got to latch onto him first.

The quicksilver snake lashed upward, slapping the gelatin ball and causing it to bounce and roll off to the side.

Taking advantage, the quicksilver sample latched onto its target, running up his arm and into his shirt. Ramon's body went stiff, every muscle seeming to contract, causing him to topple backward in the chair as the fluid substance began to spread over him.

The other sample changed direction, rolling off the table and out of sight. She had already lost interest in it, though.

She had eyes for the sunset liquid only. She reached across the table, her fingers lightly touching the cracked glass, gently enough not to break it. She didn't look up as Trevor jerked as if gripped in a grand mal seizure before toppling to the ground. No, she watched as the thing in the dish lapped upward, churning to touch the glass under her fingertip.

In her mind she heard a tiny voice: *Take me.*

It took no effort at all to push her finger through the weakened glass. She didn't feel the bite as it cut her in two places. Her finger sank into the sunset liquid. She felt its relief in her bones and its need in her marrow.

It flowed up her finger, expanding along her skin. Wherever it went it sank monofilament threads of itself into her, stitching itself to her, bonding with her.

She was overwhelmed.

Overcome.

Undone.

There was pain, then, so much exquisite pain. It sang along her nerves and she *felt* the symbiote, *her* symbiote, invade her bloodstream and ride its blind circuit up into the blood-soaked sponge that was her brain. It blossomed in the myelin sheath and sunk roots into her cerebellum.

Home, the Other sang in her skull.

Welcome, she replied in a chorus.

3



Santa Cruz, California

THE CAR slid around the corner, rear tires barely missing the curb. Once straightened, it accelerated, picking up speed.

The California Highway Patrol car chasing it, lights flashing and sirens wailing, hung the corner much better and accelerated quicker, the high-performance engine inside helping to close the gap between it and the mid-sized sedan being used as a getaway car by the trio of armed robbers.

It had been days, and Spider-Man hadn't been able to locate Brock. It was as if the big guy had disappeared from the face of the earth, and the inactivity was driving him crazy. This was *exactly* the sort of thing he needed.

* * *

ROBBY, RATCHET, and Ron had just robbed the 24/7 Stop Shop at gunpoint. Ron had chosen the sedan so it wouldn't draw attention when he pulled up, giving them a few extra moments to get the jump on the workers at the

convenience store. Just a normal grocery-getter, not a getaway car for armed robbers, no need to be alarmed.

He'd backed into the parking space at 10:38 a.m., right next to the door.

The heist had gone as planned. Robby was already in the store, "shopping" for the last ten minutes. He was standing by the entrance.

Ratchet, the most comfortable with guns, walked into the store at 10:40, the slowdown after the morning rush and just before the second shift would start, when the registers were still laden with cash. He stuck his big chrome .44 Magnum revolver in the face of the manager and demanded all the money in the store.

One of the cashiers tried to bolt and Robby was there to stop him, keeping everyone inside the shop as money was stuffed into a plastic bag—along with a carton of cigarettes, a display of liquid energy shots, and a handful of ice cream sandwiches.

Ron remained in the idling car.

Ratchet and Robby thanked the crew and patrons of the 24/7 Stop Shop, walked out the door, and climbed into the sedan, and then they were off.

Clean.

Until they hit the highway.

Damn that was fast. Someone in the store had to have called 911. They had a description of the car, since it had been parked directly in front of the two glass doors, and now the trio were off the highway and trying to shake the law from their tails. They were losing ground, too.

Ratchet rolled down his window and leaned out, pointing his gun at the highway patrol car.

"Ya want the silver, man, ya gotta take some lead with it," he yelled into the air rushing past him. He pulled the trigger three times, the high-caliber pistol kicking like a mule with each one.

BDAM!

The gun leapt up and he swung it back down, aiming again.

BDAM!

Up and then down.

BDAM!

Each shot missed. Wildly.

Ratchet slid back inside the sedan.

A jogger, earbuds in and blasting, didn't look as he went from sidewalk to street.

Right in front of the speeding highway patrol car.

"A jogger!" Rob cried. "He's gonna be roadkill!"

The officer behind the wheel must've stood on the brakes, twisting the steering wheel hard to the right. The patrol car jerked into a slide, rubber screaming on asphalt, and spewed acrid black smoke.

It shuddered to a stop just a foot away from the exercise nut, who had frozen, thinking he was a dead man.

"We oughta give that bonehead in the shorts a cut o' the take," Ratchet laughed.

"Yeah, we're home free," Ron said, grinning so wide his eyes were squinting.

THOMP!

Something hit the hood heavily enough to make the car bounce on its shocks.

"Whu?" Ratchet said.

"Him?" Robby couldn't believe his eyes. "Aw, no!"

"I-it can't be!" Ron yelled.

* * *

SPIDER-MAN CROUCHED on the hood of the sedan, peering in at the trio of petty thugs even though they were still racing down the road. His hands stuck to the windshield and he leaned close enough to be heard.

"Boo!"

The three robbers jumped as if he'd leapt out of the darkness with a machete.

Spider-Man leaned back.

Okay, maybe I should leave the spooky stuff to Ghost Rider.

Wrists out, he hit his web-shooters, covering the windshield in sticky, gummy web fluid. The car began to veer.

Now that is pure Spidey magic, he thought proudly. And it slowed them down enough that they won't hit that tree too hard.

He leaped, flipping off of the car and landing nimbly on the sidewalk. An instant later the vehicle smashed into a thick elm tree on the side of the road, resulting in a shower of falling leaves. Behind him he heard the sound of a siren, announcing the arrival of a highway patrol car. Another pulled up almost immediately, then another, and within seconds the crumpled sedan was swarmed by cops. The Web-Slinger watched as the officers dragged the trio out of their sedan and put them in cuffs.

One of the officers walked up to him as his partner put the last robber in the back of the patrol car.

"This may be a silly question," he said, "especially after what you just did, but are you the *real* Spider-Man?"

Peter Parker smiled under his mask. He didn't know how California police felt about costumed vigilantes, but this one seemed to be grateful for his assistance apprehending the bad guys.

"Well, I don't have a driver's license to show you, but, yep, I'm me," he answered.

"Wow, we sincerely appreciate the help, sir." The officer smiled widely, his tone of voice genuine. "If there's anything we can do in return..." He let the words trail off, leaving the offer open for the taking.

Suddenly, Spider-Man noticed that the sun was low in the sky.

Oh crap...

He had a call to make.

* * *

THE WEB-SPINNER sat on the roof of a house. Just down the street a tow truck was removing the sedan. Another large tree loomed overhead, giving him a spot of shade. He needed to call now, or it would be too late in New York and he'd be disturbing her.

He lifted the bottom of his mask and hit the contact in his phone.

"Hi, Tiger." Her voice was sweet when she answered, the low, throaty purr he loved so much when she used her pet name for him.

"Sorry to interrupt your yoga, Mary Jane." He couldn't help but picture his beautiful girlfriend in her exercise pants. "I just wanted to touch base and say that I miss you."

"I miss you too, hon," she replied. "When are you coming back to New York?"

"Soon, I hope. I haven't tracked Venom down yet, but I have a new lead." He hesitated, hating to worry her, but decided to tell her the full story. "Some weird creatures have been seen around here lately. From the description, they sound like symbiotes—sort of like Carnage."

He shifted on the roof, following the moving shade.

"That doesn't sound good."

"Tell me about it," he agreed. "One's been attacking public places, confronting the police," he said. "It's almost like it's been testing itself, targeting locations where lots of people gather. There's one it hasn't hit, a new mall near Salinas. I'm headed there now, but don't worry, I'll be home safe and sound in no time."

4



Mojave Desert, California

THE LAB had emptied of people. All the scientists, the technicians, Carlton Drake... all gone. There wasn't even a guard to watch him.

The sonic cage kept him immobilized. Impotent.

"I know this is frustrating," he said aloud. "Humiliating for us both."

Venom extended his hand toward the edge of the globe. It was like pushing through solid rubber. The closer his hand got to it, the more pain the symbiote felt, rolling itself back to avoid direct contact, exposing Brock's hand.

"The sound wall is solid, strong, but it's even worse for you." He pushed harder, an inch farther, then another, and the symbiote slapped at his arm in anger and agony. "Trying to force our way through causes you pain so intense that I feel it as well."

Finally he pulled the hand back, and the tendrils calmed.

"I'm almost glad my father and I are estranged." The symbiote lapped over his hand again, making him whole. "Before we met I developed my strength to impress him, but even with the addition of your alien power, we're

helpless." Frustration welled inside of him. "Father would be ashamed of me..." He sighed before completing the sentence. "Again."

The symbiote rippled across his face, imparting a thought.

"Huh? What's that?" he asked as the creature shared its intuitions. "My own strength... alone?"

To reinforce the idea, the symbiote rolled back from his hand and forearm, revealing the cabled muscles there—strength Eddie had built on his own, before their bonding. He'd been a powerlifter long before the symbiote granted him superhuman strength.

"Of course!" he said. "Sonics don't hurt our human half." He considered the possibilities.

"And that could mean..."

His fang-filled smile gleamed wetly in the lab's light.

"Yessssssss."

* * *

Northridge Mall, near Salinas, California

HE SWUNG wide on the end of his web line, hanging out in midair as he looked down at the wide parking lot and the sprawling building that sat in its center like a... well, kind of like a crouching spider.

Spider-Man swooped toward the entrance.

There's the mall, he thought. But is it the next target?

As if to answer him a large object—what looked like one of the free-standing maps all malls have—came crashing out through the large plate-glass window that framed the front of the building, over the entrance.

Ah! he thought as he swung closer. *A clue!*

It sailed out into the parking lot in a shower of broken glass, smashing into a Mini Cooper parked in a handicap

space. Adjusting his swing he dropped in through the hole left by the mall map.

Inside he found chaos.

Debris filled the air of the foyer, while mall-goers crowded back by the shops. There was a riot of sound as people screamed and shouted for one another. Security personnel bellowed instructions and parents called frantically for their children. Every object that had been loose in the big open space was broken, and even items that had been bolted down lay in ruin.

It looked as if a bomb had gone off.

Oh man! This place is in pieces. I should have gotten here sooner.

The thought was barely complete when a scream cut over the noise.

“Help me!”

Spinning toward the sound, he saw a woman flying backward over the upper rail. Her body twisted in the air, arms and legs flailing uselessly as if she had been tossed aside like a broken toy.

Then again, he thought, maybe I'm just in time.

Instantly in motion, he calculated her path and leapt to catch her in the middle of her downward arc. Years of web-slinging through a city like New York made his actions intuitive. As she fell into his arms, he aimed for a clear spot on the shattered tile floor, absorbing the impact through his arms and thighs, folding up around her to keep her from being hurt by the landing.

Straightening with her still in his arms, he looked down at her shocked face. All around them people ran, trying to find cover, as the sounds of violence echoed through the hallways.

“Be cool, lady,” he said. “Everything’s gonna be fine.”

The woman began to cry.

“Who’re you kidding, dude?”

An older man with overly dyed hair and a thick mustache stood with a group of bystanders, shoppers who had come out on a normal Thursday, never realizing they would be caught in a war zone. He pointed toward the top of the escalators, where the sounds of carnage were loudest.

“Even if you really *are* Spider-Man,” the guy said, “you’d never stand a chance against *that!*”

The Web-Slinger looked up.

A female symbiote stood among the rubble on the second level. She was tall and lean, powerfully sculpted. Her face was black and similar to Venom’s, mouth full of wickedly pointed teeth. She had large white eyes and no nose. The rest of her was an ever-shifting pattern of deep reds, the color of drying blood rippling to bright yellow in a free-flowing pattern like hot coals. Flaring behind her was an impossibly long mass of thick hair, most of it vivid yellow topped by a swath of flame red.

The hair moved with a life of its own, waving wildly around her. It was far longer than she was tall, and it held hostages—a man and a woman wrapped tightly in the tresses. Both looked to be in pain, and the man clawed at strands that constricted tightly around his neck.

This new enemy grinned widely, showing her sharp teeth.

“Well, well!” Her voice had a hissing scrape to it, a rough, low vibratory tone that made his skin crawl. “An honest-to-goodness super hero? Perfect!” She began moving forward, her hostages still suspended behind. “Breaking you in half,” she said, “will make our little exercise a complete success.”

Aw, no, Spider-Man thought. Another one! It’s déjà vu all over again.

5



Mojave Desert, California

HE WATCHED them all.

Carlton Drake.

The technicians and scientists. He studied them as closely as he could while they worked the controls, doing his best to memorize what each switch, button, or touch screen accomplished.

The guards, faceless in their mirrored helmets.

Oh, he watched the guards *very* carefully.

They moved around him, confident and relaxed. He was caged. Secure. Tucked away. They had him sorted and had no reason to fear.

Perfect.

"I know you've seen this before, Mr. Brock," Drake said, "but I still find it fascinating."

He stood on the other side of the room, away from the sonic prison. With his back to the prisoner, Drake studied a large vertical tube filled with a greenish liquid and a portion of the seeds that had been so painfully extracted. The remaining sample was suspended in the center of the

liquid. The guards moved so he had a clear view. The move brought one of them close to the sonic cage.

Not close enough.

"It wasn't easy," Drake continued without turning, "devising a way to accelerate the maturation of your symbiote seed, yet we prevailed, and the spawn have already been matched with the perfect hosts—the few who survived. In fact," he added, "they appeared to choose their hosts consciously. It was fascinating to watch."

A device swung toward the green tube, the tip pulsing with some type of light that bathed the seed. The symbiote globule erupted into a frenzy of swirling tendrils and inky trails.

The guard moved a few steps closer.

"Our recruits were sent out to test their powers and determine if they will truly make capable protectors. They will confront the police and others of their ilk, and if their success to date is any indication, this sample should be just as—"

The gasping choke from behind him cut him off. He spun to find one of the guards being assaulted.

By Venom.

Brock's arm, bare of any trace of symbiote, extended through the wall of the sonic sphere, his wide hand locked tight around the guard's throat. Muscles bulged, veins popped along their surface, tendons vibrated with the tension.

Everyone else in the room froze.

"I-I don't get it," one of the technicians cried. "That cage should hold a normal human."

"You idiot!" Carlton Drake bellowed. "Brock has Olympic-level strength! You left the settings too low."

Though still in pain due to the sonic barrier, the symbiote continued to cover most of Brock's body, lending him its power, enhancing his own considerable strength. Even so, he knew he only had seconds in which to act. The shock of

his actions would wear off, and either a technician would increase the intensity of his cage, ending their bid for freedom, or guards would pile into the lab with weapons designed to hurt them.

Or kill them.

He flexed, lifting the guard off the floor, then grunted deeply as he swung the man and threw him into the instrument panel. The guard hit helmet-first and the electronic console crumpled, not designed to withstand a heavy impact. Hot-blue electricity sparked from several of the instruments as circuitry shorted and wires crossed and broke away from soldered connections. Wisps of smoke curled up as the unconscious guard slumped to the floor in a heap.

"H-he slammed Ricardo into the controls!" someone cried. "They're shortin' out!"

The sonic cage flickered, pulsing as the circuits fried. It surged once, bathing him in a sheet of prickly pain, then collapsed.

"The monster's free!"

Away from pain and confinement, the symbiote engulfed Brock before his feet even touched the ground. In a blink it began aggressively transforming them, thickening limbs, adding biomass and swelling to freakish proportions. The fangs multiplied, crowding so much that their jaw distended. Ichor ran green off the hideously red tongue, dripping in great splats on the floor. Talons extended, sharp enough to shred steel.

Rorschach eyes became jagged, the edges serrated, reflecting their rage.

"Indeed," Venom snarled, his voice an alien growl. "Free, furious, and very, very hungry!" One leap and he was among the other guards, clamping his taloned hand over the mask of the guard on his left, then shattering the mask of the one on the right with a vicious roundhouse punch.

The guard on the right slammed into the ground, shards of his protective shield embedded in his face. Venom curled the fingers of his left hand, talons sinking into the helmet as if it were made of papier mâché. One swift yank and the face shield ripped off. Blood ran along the inside of it where his claws had slashed the guard who had worn it a second earlier. That man dropped to his knees, holding hands to his face to stop the bleeding.

New security personnel tromped into the room, waving guns. Venom tossed the bloody helmet at their feet. It skittered across the tile, leaving a stuttered blood trail until it tumbled to a stop and lay before them, slowly spinning in place.

“New playmates,” Venom growled. “Perhaps we’ll smash masks first, as well. Yes...” He nodded to himself. “That should make it easier to decide whose face we want to eat *first*.” Moving with inhuman speed, the symbiote-covered antihero crossed the room, taking down the first guard he encountered with a blow from his fist that shattered Plexiglas and slewed the headgear sideways. The guard flipped, feet flying up from the impact as his shoulders were driven back and down. He crashed like a crumpled napkin tossed into a wastebasket.

Venom took the next two with a right hook as unstoppable as a wrecking ball. Knuckles drove into the guards’ faces, leaving both shields cracked. The first one caved in, its wearer pirouetting in a three-sixty-degree spin before toppling forward in a stiff face-plant against the unforgiving tile. The second one stumbled but kept his feet and his consciousness.

He stared at his attacker through the gap in his mask where the protective shield had disintegrated under the assault. Blood rimmed the guard’s eyes like tears at a funeral, making the whites of them almost glow from inside the helmet. Even so, he didn’t blink away the blood, just

stared, wide-eyed, at the hulking creature who had just decimated much of his team.

Before either figure could make another move, there was an ear-splitting burst of sound, and Venom's world went white-hot with pain. The symbiote exploded off of Brock's body. His spine cranked back, bending into an impossible arch. The psychic pain loop set his brain afire and all his muscles knotted in on themselves.

Crumpling to the floor, he lay on the cold tile and convulsed among the shreds of the symbiote. Carlton Drake walked over, nodding at the guard who held the sonic rifle that had taken down their prisoner.

"It pays to properly arm one's employees," he said, and then he turned to the technician who stood nearby. "Activate the auxiliary sound cage."

The technician nodded and turned to comply.

"And see that the density is at a higher level this time." He looked down at Brock and the shredded symbiote as they lay helpless on the floor. "Though I begin to wonder, now that we have all of the spawn we need, if we really require Mr. Brock to remain alive at all."

6



Sanctuary, beneath Del Río Park San Francisco, California

THE SHOPPING cart, heavily laden with scavenged items, rattled as Elizabeth pushed it over the rocky soil. It was dark in the tunnel, but she could see the glow of Sanctuary's gaslit streets just ahead, beyond the tunnel's exit. Timothy walked beside her, carrying a sack of groceries they'd been given at the food bank on Pennsylvania Avenue.

They, like all the residents of Sanctuary, would take their findings to the distribution center, where food, clothing, and other supplies were doled out so that all needs were met.

Crossing into the light, they exited the tunnel. The dirt became a packed-soil road, making the cart easier to push.

Her son sighed.

She looked down at him. Was he okay?

To answer her unspoken question, he said, "I was hoping we'd see Mr. Brock up above, Mom."

"I know, Timothy," she replied. "It's a shame the Council wouldn't allow him to stay at Sanctuary. He was a friend,

and we need all the friends we can find." They turned the corner toward the distribution center. Leaning there, against a wall, was a ragged whip of a man and the stony-faced preacher. Both seemed to have heard her words.

"C'mon, Elizabeth," the ragged man said, sneering at her. "You should be using Venom stories to scare your boy into doing his chores. That psycho's a *monster*, not some friendly ghost."

Elizabeth hated showing anger in front of her son, but it flared hot and bright inside her and she couldn't keep her voice under control.

"You're a fool, Nathaniel!" She shoved her finger in his face. "Have you forgotten how Venom protected us all from Roland Treece's Diggers? What if they come back? What will we do then? What will *you* do then?"

The preacher spoke up, his voice containing all of the control Elizabeth's lacked.

"If they do, my child, God will provide."

She put her hand on Timothy's shoulder. "I pray that he does, Reverend Rakestraw, because if those mechanical demons *do* return, prayer will be all we have."

* * *

Northridge Mall, near Salinas, California

THE FLOOR exploded in a shower of broken tile and concrete. He barely got out of the way as the golden mass of symbiote hair tried to crush him into paste. The hair recoiled, pulling back toward its host as he sailed through the air over it, propelled by the proportional strength of a spider.

It doesn't trigger my spider-sense any more than Venom or Carnage do. Flipping in midair, he landed in a crouch behind his female assailant. But the woman inside is new at

this... He placed his hands on the ground, leaning forward. *...and that gives me an edge.* Using the same strength that launched him thirty feet across the mall foyer, Spider-Man kicked up. His foot connected with the female symbiote's head, flinging her forward to tumble across the room.

The symbiote bounced in a kaleidoscopic swirl of red and yellow, banging against the bottom of the escalator. She rolled up into a crouch, shaking her head.

Nuts! he thought. *Alien costume helped her take the punch. She's recovering already.*

The symbiote's hair whipped around her body, seeming to act independently. It hung down past her heels; when she lashed out it seemed to grow to more than thirty feet in length. It reminded him of Carnage, who used his abilities to fashion weapons with incredible reach.

He didn't want to wind up tangled in that hair.

Maybe some webs.

He *thwipped* two streams of webbing at her as she rose to her feet. The hair whipped around, forming a shield between them. His webbing struck it, and was shredded instantly.

Whoop! She's fast.

The hair whipped around a thick tree in a heavy round pot. The tree, a fifteen-foot silver maple, weighed hundreds of pounds, yet the symbiote lifted it out of the pot as if it weighed nothing. She turned to pin him with her eyes, and flung the tree.

Real fast!

Spider-Man leaped as quickly as he could, but the limbs of the tree still whipped across his shins. It hurt. A lot. He needed to gain some distance. Hitting the floor, he pushed off again, jumping from the foyer floor to the ceiling far above. He landed, upside down, and hung there.

"Turning tail already?" the female symbiote cried. "This is going to be easier than I thought."

Uh-huh. Just keep thinking that. An experienced fighter wouldn't underestimate her opponent. Eddie wouldn't make that mistake.

The woman crouched, gathering her hair beneath her. With a bellow of rage she leaped at him from the floor, moving in a liquid-color swirl of living hair and extended claws.

Wouldn't rush me without a plan.

She crossed the midpoint between them, still screaming. Spider-Man pushed off the ceiling.

Wouldn't fall into a trap.

He hit her like a cannonball. Gravity was on his side, as was her own momentum. All of the kinetic energy barreled into her as he hit her like a missile. Then he twisted sideways, making a controlled landing on his feet as if he'd just stepped off a bottom step.

The female symbiote didn't fare so well. She smashed into the tile floor with a crash and a cloud of dust and debris. Not far from a group of cowering bystanders.

Oh great...

* * *

SHE HURT. *They hurt.*

Inside, her brain was a swirl, a maelstrom of confusion and echoes.

I'm in trouble. It was all she could think as she lay on the broken floor and felt the pain course through her. She'd held her own against regular human beings, even armed ones like the police, but Spider-Man had been toying with her. She had thought she was doing well, that she could beat him. Then he threw her to the ground like a sparrow flung from the hand of God.

She wasn't ready for this.

The symbiote peeled back as she raised her wrist near her mouth, revealing a small bit of technology strapped to it. Her voice, even modulated to the symbiote's weird alien pitch, activated the comm link.

"Strike Agent Four requesting emergency evacuation."

She couldn't wait for confirmation. Spider-Man was moving in her direction, so she scanned the area for options.

Her new face pulled back in a toothy grin. Through the link with her symbiote, she felt double the exultation.

Now to keep that Web-Slinger off my back.

Her hair rippled outward, growing, stretching, until it lashed around a young man who was recording the fight on his phone.

"Hey!" he cried, dropping the device as he was lifted off his feet. "No!" His complaint turned to screeching as she hefted him into the air, waving him around for a moment before flinging him away like the litter he was.

Toward the glass windows at the mall entrance.

* * *

"NO!" THE young man, not much older than a teenager, screamed as he flew through the air, hurtling out of control.

He closed his eyes, preparing for death.

"*Go limp.*" The voice was right next to his ear. "*I've got you.*"

He opened his eyes as two strong arms closed around his midsection and something knocked him sideways. His stomach flipped as Spider-Man did a barrel roll and landed, holding him safe and sound.

"Whew." The Web-Spinner let him go. He felt weak, dizzy, but managed to stand on his own two feet.

* * *

AS HE set the kid down gently, he could feel the young man's heart beating like a trapped rabbit's. He was worried the guy might fall, knees too weak to hold him up, but to his credit he stayed upright. He'd be okay.

"Now for—"

Spider-Man turned, scanning the foyer, looking for the symbiote.

"Huh? She's gone. But where?"

People began to come out of the woodwork—the ones who had stayed, converging toward where he was standing. One of them, a young man in a green shirt and cargo shorts, pointed up.

"I saw her on the stairs, mister," he yelled. "She's heading for the roof."

Spider-Man waved to the guy. "Thanks!"

He turned, *thwipped* out a web line, and pushed off and arced toward the roof.

* * *

HE CLIMBED up over the edge of the roof, enveloped in shadow.

Not shade, but shadow. Between him and the sun was an aircraft shaped like a flattened rectangle with a set of whirling blades on top.

Some sort of hovercraft, taking off.

The aircraft dipped down in the front and then began moving off over the building, picking up speed as it did. Spider-Man flung his hand out, shooting a long stream of webbing. It arced high through the air and struck the rear of the sleek little aircraft.

Got it!

The hovercraft zoomed up, lifting Spider-Man off his feet to dangle in its backdraft. As the wind shear became fierce,

beating at him as if he were a birthday piñata, he pulled himself up the line.

Or has it got me?

He had no idea where this trip would end.



San Francisco, California

“HE FAINTED again, Mr. Treece.”

The room smelled bad.

No, the *room* didn’t smell bad. It was an empty concrete box deep in the foundation of Treece International. It smelled of gypsum dust and stale air, scents he actually found comforting. They reminded him of his childhood.

Of surviving.

No, the room didn’t smell bad. The man slumped over in the chair smelled bad. Unwashed clothing and body.

Sweat.

Spit.

Blood.

Desperation.

All that and more mingled and wafted up from him, baked off him in the cone of yellow light shone by the single incandescent bulb that provided the only illumination.

The man wasn’t underfed—no, he had meat on his bones. At some time before he became homeless, he may have even been in good shape. From his place in the shadows Treece could see the vestiges of an athletic physique that

had gone to seed. Now the man hung in the ropes that lashed him to the chair, head lolling over his chest, unconscious.

"Well," Treece said to Crane, his head of security. "Revive him."

"Yes, sir," Crane said. "I'll prepare another injection."

Treece stepped closer to the man in the chair. "He's the first live park-dweller we've captured," he said. "I have to know what he knows."

Another man in the room spoke up.

"What could some hobo know that—"

"Jenkins," Treece interrupted. "Do I pay you to ask questions?"

"Uh, no."

"Then don't."

Crane stepped back into the circle of light. He was holding a syringe.

There's a fortune in gold beneath that park, Treece thought, but if those scavengers find it, make it public, the city could claim it all. The thought made a squiggle of pain run along his right temple. I've got to locate their underground encampment and take them out of the picture.

One way or another.

Crane plunged the syringe into the man's neck. The second he drew it free the man kicked and jolted to wakefulness. His head jerked around, eyes darting, trying to find a way to escape.

Roland Treece considered what he was about to do to another human being.



Mojave Desert, California

THE PNEUMATIC lift lowered into the murky hangar bay. Once the fins of the hovercraft cleared the surface the retracting hydraulic doors began sliding closed. Within moments the warehouse-like hangar was nearly dark, save for some low ambient lighting.

That was a relief.

The ride there, on the outside of the hovercraft, had gotten very hot as it crossed over into the desert. The glare of the sun had been almost painful.

He felt better just being cooler.

The lift stopped, coming even with a platform. Under his fingertips, Spider-Man felt the skin of the hovercraft vibrate slightly as some machinery inside it began to work. He crawled upward, along the still-hot metal, just seconds before the exit hatch opened and four people stepped out.

Human people.

One man wore a jumpsuit that was similar to a fighter pilot's outfit. Two others also wore uniforms. They had a more militaristic cut to them, and included helmets with

full face masks. As a result, he couldn't tell whether they were male or female, though they had broad shoulders.

The fourth person was a woman. They headed toward an opening that looked to be the entrance to a hallway. The hangar they were in had more openings and doors.

The woman must be the one I fought.

She was tall, with long hair—not the length of the symbiote's, but down past the middle of her back. She seemed a good match. She was dressed in a dark T-shirt and jeans.

Symbiote formed into civilian clothes.

The four of them walked into the opening without even scanning their surroundings. He considered following them, but in a hallway it would be difficult to do so without being seen. And he had no idea where they were going.

I can deal with them later, he decided.

Hopping down from the helicopter and springing across the floor in a few rapid leaps and bounds, he closed the space between him and another of the openings. There was no way to discern what kind of equipment they had to provide security. Perhaps cameras or high-tech sensors. He couldn't see anything—but then again, his background was science, not engineering, so he might be staring directly at a scanner and wouldn't necessarily know it.

He pushed the worry out of his mind. He could only do so much. His usual plan of winging it had gotten him this far, and it would have to suffice the rest of the way.

The dim hallway in which he found himself was too narrow to allow him to jump any substantial distance, so he crawled quickly along the wall.

Right now I have to get a line on Venom. He scanned ahead, but found no sign of movement. Let's see, what's the best way to—

His scalp grew hot, electric tingles firing along his temples. He froze in place, senses on high alert.

Spider-sense! Someone coming this way.

Lights embedded in the ceiling snapped on, bathing the entire hallway in soft, clear illumination.

Okay, the direct approach it is.

He moved up to the ceiling, flattening himself to gain as much of the element of surprise as he could. A guard turned the corner, carrying a rifle and wearing a helmet and face mask. The man walked steadily, not noticing the Wall-Crawler lurking above. When he was almost directly below, Spider-Man spoke.

“Excuse me.”

The guard jolted back with a hollow, “Huh?”

Spider-Man swung down until he was face to face mask with the guard.

“I seem to be lost,” he quipped. “Could you tell me where the bathroom is?” Just then a second guard rounded the corner. As Spider-Man dropped from the ceiling, he let out a yell.

“What the—?!” He raised his rifle. “Look out!”

Just what I needed... enemy reinforcements.

Down the hall a pair of doors slid open.

And more coming out of the elevator. Four armed guards in face masks pushed their way out. *Who called this meeting? It's not what I asked for.* Pivoting, he grabbed a guard, lifted him in his grip, and slung him down the hallway toward the new arrivals. The guy slammed into his fellow guards, knocking two of them to the ground.

Then Spider-Man reached back and activated his web-shooter, spraying webbing over the guard who had his rifle pointed at him. The sticky fluid sealed the gun to the guard’s chest, gumming up the trigger, the bolt, and the guard’s hands.

The two who had kept their feet began moving toward him. Behind him, he heard the sound of new arrivals.

Would've gotten farther if I'd kept a low profile. Gotta remove “direct approach” from my list of options.

Oh well...

One leap and he was upon them, swinging fists in a frenzy of action. Helmets and faceplates cracked under his blows as he knocked guards into walls and to the floor. One fellow lashed out with his rifle, the hard plastic stock of the weapon cracking as it struck Spider-Man's hip. Pain flared, but was quickly overwhelmed by the adrenaline that was pumping through the Wall-Crawler's bloodstream.

Spider-Man slapped his hand onto the man's arm, latching onto the guard and using him as a pommel horse. The guard's head slammed into the wall as the Web-Slinger spun off him like a gymnast. As quickly as he knocked them down, however, others rejoined the fray.

"Venom!" Spider-Man yelled as he smashed his foot into the faceplate of another defender who had a pistol in her hand.

"Where is he?"

The kick knocked the woman back, slamming her skull inside the helmet. The guard's trigger finger convulsed, firing off a trio of blasts that stitched up the wall.

Twisting in midair and lashing out, Spider-Man chopped another guard in the chest with the edge of his hand. The man folded like a piece of cardboard. The Wall-Crawler landed on his feet, pointing at the remaining guards who were still standing.

"First one who talks gets to stay conscious."

"HOW ANNOYING."

Using the monitor in the lab, Carlton Drake watched the mayhem Spider-Man was creating among his guards. The sonic prison had been turned up so high that he could feel the sound waves vibrating along the back of his neck.

"It appears, Mr. Brock," he said to the cage's occupant, "that you have a champion..." On the screen Spider-Man

lifted a guard over his head and used him as a battering ram to knock three more down. They stayed there. "It also seems as if you've just become more trouble than you're worth." He turned to a scientist standing at the console. "Dr. Emmerson."

The scientist looked at him, awaiting instructions.

From the sonic cage, Venom watched them both.

"Instigate the removal procedures."

Emmerson nodded sharply and his hands flew across the console with practiced ease. As he turned dials and adjusted levers, hydraulic arms began to move, swinging around and moving toward the sonic sphere. With nowhere to go, Venom could only wait.

Emmerson hit a button and an electronic whine began to rise from the equipment. Venom shifted back as far as he could in the tiny, painful prison. The equipment slid forward, coming into contact with the sonic cage. The whine increased in tone and volume.

The first strings of pain began—thin ribbons of agony that spread across his chest and spooled down his biceps and thighs. The symbiote cried out silently as the ribbons pulled free, drawn toward the machine's mouth.

"No!" Brock screamed. "T-trying to *separate* us..."

The whine increased. Additional bits of symbiote pulled away in jagged strips. It felt like being flayed, as if something was ripping off his skin without even bothering to cut it. The excruciating pain extended beneath the surface, and it felt as if every limb, every organ, was on fire.

"Take you away..." Brock cried. "Break our bond!"

The symbiote resisted the effort, clinging everywhere it could—even the parts that were rooted in skin and muscle. They were bonded. The symbiote was embedded in the meat of Eddie Brock. To pull them apart resulted in screaming, white-hot agony for both of them.

Brock turned into a wild animal, the pounding in his chest so hard it felt as if it would collapse inward.

"Stop it!" he screamed until his cries became incoherent. Darkness closed in, spreading from the edges of his vision, driven by the pounding in his skull. His brain pulsed in time with his heart.

Then the last bit of symbiote was pulled free, snapping away from Brock's outstretched finger. He watched it disappear into the machinery.

Then he couldn't see anything at all.

* * *

"ATTENTION, SPIDER-MAN."

The voice was loud, booming in the suddenly quiet hallway. Quiet except for the groans of the guards who lay broken on the floor around him. He spun as a panel slid open in the wall, revealing a monitor. It flickered to life.

"I have some news you may find of interest," the man on the monitor said.

A man he recognized from the news and social media. *Carlton Drake?* His reputation was spotty, at best. *Then the Life Foundation is behind all of this?*

"You say you've come for Venom, no doubt to bring that miscreant to justice," Drake said. "But, as you can see here..."

A window opened on the screen.

"That particular necessity no longer exists."

Eddie Brock lay on an examination table, surrounded by scientists and technicians who were prodding at him. He didn't move, his eyes wide and his mouth open in a rictus. A trickle of blood ran down the side of his mouth, along his jaw, and into his hair. His muscular chest didn't rise or fall.

That was the last thing he had expected to find.

Eddie Brock... dead?



SYMBIOCIDE

1



Mojave Desert, California

“AS YOU can see on the inset screen, Spider-Man,” Carlton Drake said from the monitor on the wall, “Mr. Brock is no longer with us.”

More guards came into the hallway, moving cautiously as they stepped around and over their fallen comrades. Spider-Man shifted his stance, watching them carefully as he listened to Drake.

“And since he was your reason for invading the Life Foundation’s property,” the man continued, “there’s really no cause for you to stay.”

The Web-Slinger caught movement out of the corner of his eye. One of the newcomers raised his energy pistol, aiming along the barrel. That was enough. Spider-Man was a red-and-blue blur as he sprang feet first at the guard. His kick landed on the chin of the man’s helmet, snapping his neck back and lifting him off his feet.

It was as if he had hit a switch. More of the security personnel were galvanized into action, some grabbing for him as he leapt, others trying to get a bead on him with

their weapons. They didn't dare open fire, though—too much risk that they would hit one of their own.

"Look, Drake," he said. Using the ceiling as his launching point, he spun in the air, kicking another opponent off his feet. "I've fought the guy under a lot of different circumstances."

Lunging punch to a guard's chest.

"He's not that easy to kill."

Flip through the air, using one guard for leverage, pushing him into the beam from another one's pistol. The concussive force knocked the guy for a loop.

"So, if you don't mind—"

Body check to the guard with the pistol, riding him to the ground while punching him in the faceplate.

"—I'll reserve judgment till I can see for myself."

Backflip up to drive his knee into the head of a surprisingly short guard. The man hit the ground hard, but not hard enough to put him out. Two quick *thwips* of webbing secured him to the floor.

"Actually," Drake responded, "I *do* mind."

"Mr. Drake!"

Whoever spoke was farther from the microphone. Nevertheless, his words came through clearly.

"I've found a pulse," the man said. "It's faint but clear."

Burn! the Web-Spinner thought inwardly.

Drake turned to look at the speaker, and Spider-Man was pretty sure he was tossing the guy a dirty look.

Better polish your résumé.

"He must have passed out," the clueless flunky continued, "due to the trauma of being separated from his symbiote."

Spider-Man dropped an elbow into a guard who was trying to get up again, driving him down and causing his helmet to rattle on the hard floor.

"Told ya!" Spider-Man crowed. "Nyah-nyah!"

The monitor went black.

Spider-Man stood.

There were no more guards left to fight, but it sure was crowded across the floor.

* * *

CARLTON DRAKE didn't hide the annoyance as he snapped orders.

"Take Brock to the dissection lab," he said. "His symbiote will remain here for study." As if it understood, the symbiote—trapped in a compression tube of unbreakable glass—flailed against its prison, thick tendrils and waves of black crashing against the clear Plexiglas.

"And Spider-Man?"

Drake considered the man's question.

"We've been wondering what might make a good final test for the 'children,' haven't we?" he said, and the scientist nodded slowly. "Well," he continued, smiling, "I think killing Spider-Man would do nicely."

* * *

THE WEB-SPINNER stretched. Even with the proportionate speed and strength of a spider, it took a lot to beat up a cadre of assailants, and his muscles were sore.

That takes care of the guards, he thought, checking his web-shooters to make certain they were full, but what about Eddie Brock? Springing out into the hallway, he began skittering along the wall, continuing his search. He may be alive now, but unless I find—

Wait!

A door panel slid open, and he heard the sound of newcomers.

That can't be good.

It was utter blackness behind the door, and the hallway's lighting did little to help. Two jagged white shapes, Rorschach eyes, appeared in the darkness.

"Venom?"

At first the eyes didn't move, just hung there, watching him.

Eddie?

Before he could speak, a light blazed to life, and five figures spilled through the opening. Familiar, yet different from anything he had experienced before.

"No!" he cried. "*Five Venoms!*"

He knew now why Brock had been taken.

2



San Francisco, California

THE DAY was warm, but the shade of the trees kept Vietnam Tom and Boyd cool. The only sunlight that made its way through was dappled and gentle.

Most people had cleared out of the area, making panhandling a worthless endeavor, so they'd made their way to the park's center, near the entrance that led to the tunnels below. There they'd bedded down in a tightly clustered grove of trees. A bit of a midday rest, and then they would hit the early evening crowd for more charity.

Both of them dozed easily, jackets rolled up under their heads, dreaming of different things. Vietnam Tom dreamed of soft darkness where nothing lurked, and there was no fear of death arriving in the silence of a sniper's bullet. Abruptly he was jostled out of his slumber, though at first he wasn't sure what had awakened him.

The ground vibrated underneath them. Instinct told them it was an earthquake—an ever-present fear for those who chose to live near a major fault line. Their hearts were pounding. But the rumble and noise weren't coming from below.

It originated just outside of the trees.

“What do you think that is?” Boyd asked, keeping his voice down. Vietnam Tom didn’t answer. He just turned and crawled to the edge of the grove, keeping low in the underbrush. Adrenaline spiked in his bloodstream, keeping him from feeling the ache of the shrapnel still lodged in his body; he had to count in his head to keep from sliding back into the ugly depths of PTSD.

Boyd followed his example, unaware of the struggle in Tom’s head, but also staying as quiet as he could.

Parting the underbrush, they found their park being razed by heavy machinery. Bulldozers, Bobcats, and other equipment were scooping up sod and knocking down trees. It looked like a strip-mining operation.

It looked like an apocalypse.

A large sign had been erected on the edge of the operation.

AREA CLOSED: PARK RENOVATION

**AUTHORIZED PERSONNEL ONLY
HARD HATS REQUIRED
TRESPASSERS WILL BE PROSECUTED**
A TREECE DEVELOPMENT PROJECT

“Couldn’t wait to get started, could you?”

They both ducked. The voice came from their left, out of sight. Vietnam Tom moved silently around a large oak tree to see who had spoken. He found two men standing about twelve feet away, down a slight hill, looking into the back of a construction truck. The tailgate bore the logo for Treece Development.

Motioning for Boyd to be silent, Vietnam Tom strained to hear their conversation.

* * *

“I’VE SPENT enough time and money looking for those squatters living beneath the park.”

Orwell Taylor shrugged. “If you say so. I’m only here helping you in the spirit of cooperation. I don’t care about a bunch of vagrants.”

“They stand between me and a fortune in gold,” Roland Treece said darkly. “Therefore, they’ve got to go.”

“I hope you get your blasted gold,” Taylor replied. “All I want is Brock’s head on a pike.”

Treece waved away Taylor’s words. “Drake will deliver him when they’re done with Venom.”

“He’d better,” Taylor snorted. Reaching over, he pulled back the tarp that lay over the bed of the Treece Development truck. Inside were four wooden crates. Bold yellow triangle labels were affixed to each side of them, clearly marking the nature of their contents. “You sure you can handle these from here?”

Treece reached over, running his hand over the rough wood of the crate closest to him. A splinter bit into his palm but he didn’t pull back, welcoming the sharp tear of the sliver of wood. He’d deal with it later, to avoid infection, but for the moment the tiny bite of pain made him feel a surge of clarity—a present mindfulness that he relished.

“I own a large-scale construction company, Mr. Taylor,” he said. “This isn’t my first rodeo. I eliminated one problem when I sent Venom to the Life Foundation. As for the squatters, well—”

“This is above military grade,” Taylor said.

“It will be perfect for my needs.”

“You’re really going to do this? Blow up the park?”

Treece nodded. “If I can’t find the homeless, then these explosives should remove them just as efficiently.”

“You’re obsessed,” Taylor said, pulling the tarp back down.

“The pot talking to the kettle, Mr. Orwell. Best mind yourself.”

* * *

VIETNAM TOM motioned Boyd to move away. Carefully they made their way back to where they had been napping.

“What was in those crates?” Boyd asked.

“Explosives.”

“That’s what the symbol meant?”

Vietnam Tom nodded. He had seen that same symbol too many times in the sandbox of Kuwait.

“We’d better tell Ethan and the Council about this, and fast,” he said, gathering his jacket and possessions.

“Yeah,” Boyd agreed, doing the same. “I have a feeling they might regret not keeping that Brock guy around to protect us.”

3



Mojave Desert, California

SECURITY GUARD Don Langston set his helmet on the table to the left of the console, next to his teammate's, but kept his sonic pistol strapped close at his side. He understood being on duty and being prepared for anything. Events of the last few hours had shown that the helmets could save your life when things went pear-shaped.

Some of his co-workers *hadn't* been prepared.

Even so, the helmets with their indestructible faceplates were hot and heavy, and he always felt stifled breathing the filtered air and having every sound he heard come through the micro speakers. It made him feel disconnected from the world around him, almost drowsy in a weird way. He was glad to be free of it, even if it wouldn't be for long.

He stepped up to the console and began keying in data. His partner, Pauly, pushed the gurney holding Eddie Brock, locking it into place alongside the table full of medical instruments.

"I'll log Brock into the computer, Pauly," he said. "You add some more restraining straps."

"Why?" Pauly asked. "The muscle-bound jerk's still out of it, and it doesn't look like that's gonna change anytime soon." He picked up a scalpel that had been laid out with other instruments on the table. "Ha! I always did hate tough guys like him."

He moved closer to the unconscious figure, waving the scalpel in the air. "He won't be such a big shot after the docs open 'im up," he gloated. "In fact, I think I'll stay an' watch the—"

"Watch this!"

A wide hand clamped around Pauly's wrist, squeezing hard enough to grind the bones there. His fingers jerked and the scalpel clattered to the floor. All he had the time to do was grunt with the pain. Hearing the sound, Langston reached for his weapon.

* * *

EDDIE BROCK sat up from the table, using his grip on Pauly's arm to yank him close. Brock wrapped his arm under his chin in a deep choke hold that worked flawlessly, since there wasn't a helmet in place to prevent him from applying pressure.

The man choked audibly and his Adam's apple bobbed up and down against the muscles of his captor's forearm. Brock leaned forward and used his chest to apply more pressure, speaking low in Pauly's ear.

"My Other taught me to endure pain, to throw it off and recover quickly." He flexed, slowly squeezing. "I'm not about to give you time to strap me in, though," he growled. Pauly went limp from the lack of oxygen. Dropping him to the floor, Brock hopped off of the gurney and reached toward the guard with the pistol, the one named Langston.

"You should be unconscious for hours before—" Before Brock could finish, however, Langston squeezed the trigger,

unleashing a stream of sonic energy. Brock doubled over as the blast struck him.

"No!" he cried as his muscles jerked, tense and shaking. He stayed on his feet, but not upright. "S-s-sonic gun!" His voice was tight, straining through clenched teeth. "Are those damned things everywhere?" He stumbled forward a step.

Don held down the trigger, pounding Eddie with concussive blasts.

"Certain frequencies..."

Eddie gasped for breath, struggling to speak.

"Are among the few things..."

Face contorted, he shuffled another step closer.

"That can cause my Other agony."

He dropped to one knee immediately in front of Langston, so close that the sonic blast actually made the skin ripple across his back.

"B-but there's something..." Brock shook his head, tendons on his neck like taut cables as he forced the words out. "... something you should know." In one swift motion he rose, his right hand shooting out to grab his tormentor's throat, while the left hand slapped away the pistol. It flew across the room, clattering when it landed behind some equipment.

"Without my Other's alien form linked to my metabolism, those frequencies don't cause me nearly so much pain—nothing I can't handle for a short time."

He smiled as his hand tightened.

"Gotcha."

4



HE COULDN'T stop moving. If he stopped, he would be dead.

Spider-Man kept dodging attacks and hitting back and slinging webs.

These things don't trigger my spider-sense, he thought, leaping over a kick delivered by the golden symbiote with curved blades along its legs and arms. The kick swept under him, striking the wall and sending pieces of it flying. Any closer and those would have been pieces of *him*.

Just like Venom and Carnage...

He shot webbing into the face of the female symbiote he had encountered at the mall, driving her back as she attempted to slash him with her talons and eviscerate him. Her living hair whipped out, tightening around his arm.

Carnage was created when a spawn of Venom joined with a psychopathic serial killer.

Dark-green symbiote tentacles swirled around his other arm, constricting immediately, locking him in their grip. His fingertips went numb under the crushing pressure.

Could these be the result of other spawn?

The two symbiotes lifted him in the air to dangle helplessly.

Oh man! he thought as the truth sank in. *Five enemies with the power of Venom and Carnage?* The rest of the symbiotes began to close in. They were all superhumanly strong, undeniably vicious, and wanted him dead.

Maybe I should have stayed in New York.

* * *

CARLTON DRAKE watched the scene on the monitor. Dr. Emmerson stood next to him.

“The experiment appears to be a success,” Drake said jubilantly. “We may have found what we’ve been looking for. If the survival community is ever truly utilized, then we’ll have the guardians we need. If not, we’ll have powerful weapons at our disposal. It’s a win-win scenario.”

Emmerson nodded in agreement, even though Drake wasn’t looking at him. He didn’t think the man was addressing him, either. Rather, the director was simply speaking out loud because he knew he had an audience.

Whatever the case, it was safer to nod.

“By removing Venom’s last seeds, artificially accelerating their maturation process, then joining them with the right volunteers, we may have created our perfect tools.”

Carlton Drake smiled.

“Spider-Man’s defeat will be the final proof.”

* * *

THEY'RE GANGING up, trying to impale me!

His feet were back on the floor, but they still had him trapped between them. The golden symbiote—with long, wicked blades in place of its forearms, nearly as long as he was tall—prepared to charge the immobilized Wall-Crawler. Spider-Man widened his stance and lowered his center of gravity as the attacker began his assault, extending the

bladed arms toward him. The Wall-Crawler closed his fingers around tendrils on one side and living hair on the other.

But they forgot to take into account my spider-strength.

He heaved as best he could at that angle, jerking his arms together with all the strength he could muster. The sudden movement took both of his captors by surprise, yanking them off their feet and whipping them bodily through the air. They crashed into their charging teammate, and all three symbiotes went down in a tangle of bodies, blades, tendrils, and hair.

Their concentration broken, Spider-Man was able to shake his hands free. As he did a movement caught his eye—a dark shape flying at his head. He ducked and it splatted against the wall behind him, sticking there, a jagged patch of symbiote. White smoke curled from the edges of it with a hiss and a sizzle.

Whoa! One of them's slinging bits of its substance, and it's burning the wall.

It had been thrown by a solid gray symbiote—he was the one who looked most like Venom, covered in smoky darkness and laden with oversized muscles.

That's a new trick, Spider-Man mused. *Must be able to manipulate its metabolism, turn its body to acid.* The symbiote extended its arm, flinging it in his direction as if throwing a ball. Instead, the fluid flowed off his hand, taking the shape of a massive hammer as it sped toward him.

Spider-Man sprang up, flipping over the makeshift battering ram as it smashed into the wall with a loud *CHOOM*. Then he twisted, curving his body around the stream of symbiotic material before landing in front of his foe.

Even so, they're obviously new at this.

The other female symbiote joined her massive partner. Her hair, much shorter than the other woman's, still

whipped around her head as she snarled at him with a mouth full of razor-sharp teeth. That hair was the same shocking pink color as the rest of her.

Both symbiotes leaned in to attack him.

He shot them both with a faceful of webbing.

They just keep leaving themselves open.

The massive one reared back, blinded, his eyes completely covered. Spider-Man lunged, closing the distance and landing a tremendous punch to the hulking symbiote's jaw. He didn't hold back at all—there was no need to do so. The impact slewed the big guy around, his symbiote going to shreds where the blow struck.

I've got experience on my side, and that gives me the advantage of...

The pink symbiote sucked his webbing into her mouth.

Surprise?

She inhaled the last bit of webbing and chewed it as if it was a delectable morsel from her favorite meal. After a moment she turned her head and spat out a wad of gooey residue.

She absorbed my webbing and spat it out like a furball! he thought. *I think I'm gonna be sick.* Pink just smiled at his astonishment and raised her talons. Behind her, the other four symbiotes had recovered and fell into place behind her, to help her tear him limb from limb. Before they could move, however, a voice called out from the doorway.

“Stop!”

Everyone did.

He recognized that voice.

Spider-Man didn't know if it was the command, the fact that it came from the mouth of Eddie Brock, or that Eddie was naked as the day he was born. Regardless, it worked.

Brock walked forward to stand next to Spider-Man, as unconcerned as a house cat with his own nudity. He lifted his hand, gesturing to the five symbiotes who stood, frozen, in front of them.

“These are the offspring of my Other,” he said to the Web-Spinner. “But they haven’t had time to bond with their hosts.”

“Eddie?” Spider-Man didn’t like the situation.

Eddie wasn’t stable.

“Don’t...”

Brock raised his hands, looking for all the world like an old-time tent revivalist.

“I *must*,” he said. “They’re still innocent, and may yet be saved.”

Ohhhhhh, man...

“Come to me, my children!” Brock motioned forward with both of his hands, his voice rising in pitch and intensity. “Together we may right the wrongs done this day!”

He lifted his hands, and threw back his head.

“COME TO ME!” he shouted.

As one, all five of the symbiotes reacted.

Before Brock could move, five different extensions shot out, bashing him in the head and chest. They struck his flesh with wet, hard smacking sounds before zipping back to their hosts. Staggering from the pounding assault, he grabbed the doorframe to keep from falling over.

“That...” he said.

Spider-Man reached out to steady him.

“...d-didn’t go quite as well... as I’d hoped.”

5



Sanctuary, beneath Del Río Park San Francisco, California

“WE SAW it, Ethan,” Vietnam Tom said. “A whole truckload of explosives.”

Instantly, the old courthouse filled with the chatter of people talking rapidly in hushed tones. Ethan rose to his feet with the calm look of a leader. The Council remained seated behind him.

The crowd fell silent.

He took a long moment, studying Tom and Boyd. Finally he spoke.

“Dire news indeed.”

Elizabeth couldn’t stand it. The response infuriated her. Without thinking, she moved from the crowd of Sanctuary citizens to stand by Vietnam Tom and Boyd in front of the Council. Her words were hot as she addressed Ethan.

“I *knew* Treece wouldn’t be content to let his Diggers keep searching for us,” she said. “You should have *known*.”

Ethan raised his hand to deflect some of her anger. “Now, Elizabeth...”

“His patience is spent!” Her voice rose. “He’s going to crumble our world around us. If only you’d listened, let Mr. Brock stay. He would have—”

“Corrupted us one and all!” Reverend Rakestraw was on his feet, finger thrust in Elizabeth’s direction. “He’s a murderer. A demon! We would’ve been slaughtered in our sleep, as surely as—”

“That’s *enough*, Reverend Rakestraw.” Ethan’s voice was loud as an avalanche and hard as the rocks that make one. “Arguing what might have been won’t help anything. We need solutions for what’s happening now.” He motioned, opening the room to the discussion once more.

“Suggestions?”

6



Mojave Desert, California

SPIDER-MAN STOOD in the doorway, facing the five offspring of the Venom symbiote.

“Suggestions?” he said over his shoulder. Through the door, Eddie Brock leaned against a wall, still recovering from the five-way punch he’d just received. He pushed off, moving down the hall unsteadily, but stronger and more stable with each step.

“The dissection lab,” he said without looking back.

“The dissec—?!” Before the five symbiotes could react, Spider-Man began shooting webbing at the doorway. “Oh, never mind,” he muttered as he covered the entrance in layer upon layer of webbing. “I’ll find out when I get there.”

Within moments the webbing—with the tensile strength of steel cable—blocked the way entirely, like a huge gray bandage. Satisfied, he turned to follow Brock. He was only a few steps on Eddie’s trail, however, when he heard the unmistakable sound of tearing.

Brock moved fast now, striding as if he were fully recovered, the Web-Spinner following cautiously behind. It wasn’t long before they turned into an open doorway.

“Whatever it is you’re going to do, you’d better hurry,” Spider-Man said. “I used two entire webbing cartridges to block that doorway, but they were tearing through before we made our first turn.”

Brock lifted up two high-tech rifles.

“My guards dropped these sonic guns.” He tossed one of them to the Wall-Crawler, who snatched it out of the air. “They’ve proved effective against my Other in the past.”

“I get it,” Spider-Man said. He found the switch on the gun that powered it up, then he moved to stand beside Brock. They could hear the chime and scrape of talons on tile and metal, drawing nearer. Then it was just outside the door. He and Brock both lifted their guns, aiming them at the point of entry.

“Let’s just hope there’s truth in that old saying—” Brock began as the symbiote offspring poured through the doorway in a tumble of gnashing teeth, clicking talons, and snarling bloodlust. He and Spider-Man opened fire, bathing their attackers in sonic energy.

“—like father, like son,” Brock finished, holding the trigger down and watching dispassionately. “In this case I guess it’s sons *and* daughters.”

To their relief, the four arriving symbiotes convulsed under the sonic assault. Alien material swirled in ribbons and the figures became tangled among themselves. They all screamed as if they were being dipped in boiling water. The hosts dropped to their knees on the concrete floor, heads hung low in pain.

One of them retched.

Another of them wept.

Brock stepped forward, still pressing the trigger, leaning into the pulsing wave of sonic energy he kept pouring onto his symbiote children. A wild grin spread on his face.

Spider-Man slapped down his gun.

“That’s enough!” he shouted. “There’s no need to cause them any more pain.”

"They made their choice," Brock yelled back. "They're no longer innocent."

The symbiotes lay in a heap.

Then something moved, coming through the door to lunge over the fallen.

"And they're also no longer out of it," Brock added.

It was the golden symbiote. He leaped over his fallen allies, arms shooting out in the form of long, lightning-fast blades. Brock and Spider-Man twisted out of the way, but the needle-sharp limbs struck the sonic rifles. Metal and plastic just shattered in their hands.

"One must've ducked down, let the others block the sonics." Spider-Man shot a layer of webbing over the newcomer, maintaining pressure on the trigger, adding layer on layer. This locked the golden symbiote's bladed arms in an outstretched position. He toppled forward, his arms dragging him to the floor on top of the others.

"That won't hold him long," the Web-Spinner said urgently. "We have to find another way to—"

Suddenly he realized he was alone with the symbiote offspring. There was a door at the back of the laboratory.

Oh great...

"Eddie?"

The only responses came as grunts and growls from the recovering symbiotes.

"Yeesh! Where is he off to now?" He sprang through the door at the other end of the lab. At the apex of one leap he clung onto the ceiling and began skittering along it as quickly as he could. It didn't take long to catch up to Brock, who was moving at a rapid clip. Without breaking stride, the naked man looked over his shoulder.

"My Other is the only way to fight the spawn," he said. "Strength against strength!" Pointing up at the Web-Spinner, he added, "Guard our backs!"

That rankled a bit, being ordered around by a homicidal maniac, but Spider-Man saw the logic in what his

companion had said.

If anyone ever told me that one day I'd actually be helping Eddie Brock join with his symbiote... He couldn't finish the thought. Nah! I can't even imagine it.

He followed Brock, staying on the ceiling, hanging back just a little to listen for the other symbiotes. Brock stopped at every open door, peering into each room, then continuing onward when he didn't find the object of his search.

Finally, he stepped into a room and stayed there.

Spider-Man swung in after him, finding a lab full of machinery. Consoles and monitors and various instruments elicited a soft whistle of admiration. He recognized many of them—it hadn't been that long since he'd been a full-time science geek, and he still maintained his subscription to Stark's monthly *Horizons* magazine. Even so, some of the equipment was entirely unknown to him, and from the look of it he'd need a subscription to *Mad Scientist Quarterly* to determine what it was.

Brock strode across the open floor, stepping over two guards who lay sprawled next to each other. Spider-Man knelt, checking both for breathing, and found them alive.

"There!" Brock shouted. "It lives!" He rushed over to a large compression tube mounted in brackets.

* * *

THE SYMBIOTE swirled inside, agitated, flattening itself against the glass, slapping at it from the inside. The black ooze flailed, latching up high, then sliding down to flip and do it again. Over and over and over again.

Futilely.

Brock reached out, softly brushing the glass tube with his fingertips.

"Did you miss me?"

In response the symbiote plastered itself against the inside, as close as it could to its host. They stood like that for a long moment, separated by the unbreakable glass of the tube but unable to pull away from the *almost* contact.

So close, even with the tube, that the missing contact was an *ache* in Brock's bones.

He stretched toward the closest console, the fingers of his right hand still on the tube. As it slid, the symbiote moved to follow it around the slick glass. Brock stared at the console, looking for the right button or switch. They weren't labeled.

Finally he chose, and pushed a button.

Silence.

Then the machinery that bracketed the tube began to hum, then click, the glassy surface buzzing under his fingers. The bottom seal popped with a hiss of vacuum-sealed air, and the clear container moved upward.

Brock placed his hand under the opening, and the symbiote flowed out like ribbons of solid night. It slipped over his knuckles, coating his hand and running up his arm. The bond between them fell into place like a dislocated joint—a rough scrape; a flash of bright, tinny pain; and then a wash of relief. His limbs crackled with strength as the symbiote poured over him and soaked in, saturating him in the transformation.

“Once again...”

His muscles swelled, thickening, as veins popped up under the blue-black covering of the symbiote.

“...and *forever*, we are...”

Fingers lengthened into talons. Dagger-like teeth sprouted from his temples and ran down his face to form two grinning rows of razor-sharp enamel. The hideous smile grew, jaw distending, and his long, blister-pink tongue snaked out, flapping grotesquely in a wash of dripping saliva.

He crouched, turning toward Spider-Man as he shouted the end of the sentence, declaring to the webbed superhero, his enemies, and the entire world who he was.

“Venom!”

* * *

“FOREVER IS a long time, creep!”

The golden symbiote exploded through the doorway, all bladed limbs and talons, flying across the room at his newly restored opponent. He slammed into Venom’s back, slashing with blades and claws in a rabid chaos of fury. Venom reached back, wrapping hyper-muscular arms around his attacker. Digging his talons into the newcomer’s back, he trapped his foe in a crushing hold. The golden symbiote flailed, trying to break free as Venom squeezed with all of his might.

Spider-Man hesitated, uncertain of what to do.

“Why fight him when you can trap him?” Venom shouted. “Spider-Man, that console behind you...”

The attacker slashed and cut with his blades, but Venom refused to let go.

“It controls the sound cage that held us before you got here. Activate it, and we’ll throw this upstart inside.”

Spider-Man spun to follow the directive. The console was a cornucopia of buttons, switches, dials, knobs, and displays. He scanned them, trying to decipher the purpose of each and every one.

“Easy for you to say!” he yelled back. “These buttons aren’t labeled, just numbered. Which one do I push?” When he didn’t get an answer, he shouted again, voice high with desperation, “*Which one?*”

Venom and his opponent were a knot of struggle, locked in combat.

“Ahhhh, nuts.” Spider-Man made his best guess, reached out, and pushed a button. Immediately a piece of machinery that looked very much like a gun swung low from the array that hung from the ceiling. It tracked over to the battling symbiotes, following them, targeting them.

The golden symbiote, still locked on his foe’s back, dug a bladed shin deep into Venom’s thigh, causing his progenitor to spin. That placed the offspring in front of the device. A blast of electric green radiation flashed out, striking him in the shoulder.

The bladed symbiote screamed, the noise rising in his throat until it became a shrill, inhuman wail.

“My costume! Smoldering!” A portion of the symbiote turned to dust, running off his shoulder in streams of filthy green powder. “R-r-rotting away?” This elicited another incoherent cry. Dry, rotted symbiote formed a desiccated cloud around his feet.

“You hit the wrong control,” Venom said. “Started the machine that artificially matured the alien spawn.” His opponent knelt on the floor, gurgling with a strange strained voice that sounded almost mechanical, like a clogged garbage disposal.

“Looks like it works on adults, too,” Spider-Man observed. “It aged part of that one to the point of decay.”

“That’s it!” Venom hissed. “We’ll widen the beam and use it on all of them. Destroy them before they can harm more innocents!”

“But that might kill the humans inside the symbiotes,” the Web-Slinger protested.

“They probably haven’t bonded completely,” Venom said, waving away Spider-Man’s concerns. “The hosts should survive.”

“Probably? *Should?*” Spider-Man shook his head violently. “Sorry, Venom, we can’t take that chance.”

“You mean *you* can’t take that chance,” Venom said.

Without warning something constricted around Spider-Man's throat, forming a noose and locking down tight. His hands flew to his throat, scrabbling at a thin strand that was beginning to choke him.

What? he thought. Snaked a tendril around behind me.

His vision went dark as the radioactive blood in his veins was cut off from his brain, and he couldn't catch a breath. The tendril was viciously tight, and despite his strength it only took a few moments. Then he slumped slowly to the floor.

* * *

VENOM KNELT down beside him.

"We kept our word," he said solemnly. "We swore we wouldn't kill you, but we never said anything about rendering you unconscious." The tendril let go, slithering from beneath Spider-Man and reeling back to be absorbed into the living costume.

Venom stood, tilting his head and listening. From the hallway he could hear the recovered symbiotes as they drew closer to the lab. He stepped over to the console and began turning dials and flipping switches.

"We were a captive audience when scientists operated this machine." He had been careful to note which controls yielded certain results. Brock's analytical memory had helped in remembering what he needed to know.

The maturation ray crackled and buzzed above his head.
"And we learn quickly."

The sound from the hallway—of talons scraping tile and symbiotes howling, growling, and hissing—grew louder. He turned the last dial all the way to the highest setting just as his four remaining assailants crashed into the lab in a whirlwind of violence and bloodlust.

"There he is!"

“Get ‘im!”

He couldn’t tell which of the symbiotes was crying for his blood, and it didn’t matter. All of them sought his death.

Time seemed to contract, slowing everything down, and he took an instant to look at his offspring and admire their sheer berserker ferocity. They were all beautiful, and for a split second he had a twinge of affection for these perfect killing machines that had come from within him. They were like him even though they were completely different.

They were his dark potential.

They were like the old him. The Venom before he changed his ways. Yet the only redemption for them lay in disintegration.

As they crossed into range he hit the button.

The electric green radiation formed a wide, bathing glow that washed over them at full strength. All five of the symbiote offspring, including the fallen one, convulsed, their bodies twisting in violent seizures. As their muscles locked and contracted, the still-immature symbiotes exploded into dust, spilling across the lab like a rolling sandstorm. The human hosts strangled out noises that made it sound as if they were being electrocuted.

* * *

GROGGY, HIS brain sluggish from abruptly being rendered unconscious, Spider-Man rose from the floor to his hands and knees. Seeing the violent destruction of the symbiotes he let out a scream.

“No! Nooooooo!”

That was all he could muster as the now-naked human hosts dropped to the floor and lay still, sprawled and contorted as if they had crashed from a great height. They lay unmoving in a mound of desiccated symbiote.

The Web-Spinner rose to his feet. His voice shook with shock and horror.

“The symbiotes—” He shook his head, coughing from the cloud of decayed alien matter that roiled in the air. “Nothing but dust. They’re dead. All of them!”

He turned to the creature responsible.

“That was a dirty trick, Venom,” he gritted. “I won’t forget it.”

“Really, Spider-Man.” Venom’s smile stretched halfway around his skull. “The humans are still breathing, aren’t they?”

The Wall-Crawler looked again, closely studying the human hosts. To his surprise and relief, they all appeared to be breathing.

Venom chuckled.

“Is there no pleasing you?”

* * *

“BLAST!”

Carlton Drake stared at the monitor. Displayed on it were all of his labors, destroyed in a pile of dust at the feet of his enemies. Everything he had worked for, all of the plans he had made, gone in a flash of radiation. From a device of his own making!

A low, feral growl rumbled up from his throat.

If his plans were going to be destroyed, he would make sure to do the job completely.

“Sound the evacuation alert, Mr. Gomez,” he said sharply, “and begin auto-destruct procedures. We’ll have to destroy this entire installation, eliminate all traces of the Life Foundation’s involvement. Nothing identifiable can remain.”

The technician stared at him for a brief moment, then nodded and went to work. Drake took one last look at the

laboratory.

This isn't the first time Spider-Man has compromised a major investment, he thought as he turned and walked out the door.

Perhaps in the future we should do something about that.

7



THE HIGH-PITCHED wail of a siren began echoing off the walls of the laboratory, as if it were looping around the room in a race with itself. It wasn't the right frequency to actually harm Venom, but it did make him feel uncomfortable—like an itchy sunburn under his symbiote skin.

"Uh-oh." Spider-Man looked over at him. "I've had experience with these guys. When things don't go their way, they tend to blow stuff up."

Venom simply snarled in response.

"Come on." The Web-Spinner moved to the door, motioning for his companion to follow. "I stowed away on a copter to get in here, and I think I can find the hangar again." As he went through the door, Venom followed a few steps behind.

The base was a maze of hallways, but Spider-Man—as a native-born New Yorker—retained an innate sense of direction. He quickly led the way toward the facility's center, where the flight deck was located. The last hallway opened into the vast chamber of the hangar. Spotting the aircraft on which he had stowed away, he quickly moved toward it.

This may work out yet, he thought. I came to California to nab Venom, and if I can take him by surprise once we're free, I can still turn him over to...

With that thought, he stopped and turned.

He was alone in the hangar.

No, he thought. He's not behind me anymore. Then he smiled in spite of himself. That sucker may be crazy, but he's not stupid.

The sound of booted feet echoed from the hallways that led into the hangar. There was no time to figure out how to get inside, so Spider-Man leapt quickly to the aircraft and found a place where he could cling out of sight.

Men and women rushed into the hangar—a mix of guards, technicians, and scientists along with some civilians. From his vantage point he looked but he did not see Carlton Drake anywhere in the crowd as it dispersed among the vehicles.

The people hurriedly clambered into the aircraft as vast panels in the roof began to part. Harsh desert sunlight poured in like a spotlight as doors and hatches slammed shut and the aircraft came to life. Spider-Man crawled over the wing and to the helicopter's underbelly to avoid the downwash of the rotor blades. He found a curve that provided him with some protection, and webbed himself in place.

The helicopter rocked back and forth. He pressed himself against it as it rose quickly, shooting straight up. The ascent was rough as the small aircraft fought through the turbulence caused by the other aircraft that were trying to escape the base. They passed through the open hangar doors into the dry desert air, and the flight became instantly smoother. The aircraft banked left, picking up speed as it flew away from the Life Foundation base.

All around him, aircraft headed away in different directions. Down below, convoys of land vehicles streamed from the facility. They included trucks, jeeps, and vehicles

he had never seen before that looked like a cross between a tank and a dune buggy.

Rats abandoning a sinking ship.

Over the aircraft's chopping roar and the wind rushing past his head, he heard a thunderous *CRACK*. Seconds later the secret base collapsed in on itself like a fallen cake. It stayed like that for almost a minute, and then the entire compound exploded in a flash of hellish light as if it had been hit with a bomb from above. Dust and debris swirled up into the sky in a massive column, a tornado in reverse.

Moments later a shockwave of concussive force rolled across the desert in all directions, quickly catching up to the convoys as they sped away. The vehicles in the rear, closest to the destruction, were tossed and tumbled across the desert floor like bowling pins from a strike. Those farther away bounced on the sandy landscape, slewing left and right as if they were driving on ice, straightening again once the shockwave had passed.

The helicopter to which he was strapped rose sharply to avoid being caught by the wave and thrown to the ground. The sharp ascent yanked him against the web harness he'd made. They were high enough to remain in the air, but the aftermath buffeted the helicopter as it passed beneath them, spinning it almost completely around.

If he hadn't been used to swinging on webs, Spider-Man would have probably thrown up.

Made it, he thought. And I'd bet my left web-shooter that Venom got away, too. He settled into the sling that held him in place, getting comfortable for the trip. He didn't know how long it would take, or even where he was going.

Which means I better make my way back to San Francisco.

This isn't finished yet.

* * *

THE WAILING siren beat at her brain until she woke.

She climbed to her feet, holding onto the console so her knees wouldn't give out. Her stomach lurched, trying to climb up her esophagus in a burning, foul-tasting wash of acid at the back of her throat. She swallowed, and that just made her head pound even more.

Donna Diego felt as if she had been run over by a truck. The pain was so great she forgot she was naked except for a coating of dust.

No, not dust.

Her Other.

We're all alone, she thought.

No, we're never alone.

The sirens made her head pound even more. It was hard to think.

The other symbiote hosts stirred, climbing slowly to their feet, groaning as they did. Ramon Hernandez stood, swaying to and fro as he held his hands to his temples.

“What is that infernal racket?” he cried.

She moved closer so she didn't have to shout. Even then it felt as if she was speaking through a bucket of ground glass masquerading as a throat.

“It's the self-destruct warning,” she said. “This place is going to blow.”

Trevor Cole stumbled to his feet. “How long do we have?”

“I have no idea,” she admitted.

Leslie Gesneria held onto Cole's arm so she wouldn't fall down. “Do we have enough time to escape?” she asked.

“I have no idea,” Diego said again.

“We have to try,” Gesneria responded. “I don't want to die in some godforsaken desert base.”

Cole nodded, patting her arm.

“None of us do, love,” he replied.

Carl Mach pointed at the doors. Everyone turned and looked.

They were sealed tight.

Gesneria began to cry.

Diego turned away, unable to deal with the hysterics. Not with her head throbbing in time to the siren. Even if she agreed that she didn't want to die in a godforsaken desert base. They would find a way out of that room. There were five of them, all still soldiers. She began opening drawers and cabinets, looking for something she could use to wedge open the shut door.

"Aha!" she cried, lifting a thick knife as long as her forearm. It had a point and an edge, but it still didn't look very sharp. Nevertheless, she smiled as she moved around the console and toward the door.

This will work.

"What in the world is that supposed to do?" Mach demanded.

"This," she said, holding up the knife, "is going to set us free." Moving quickly to the door, she wedged the knife into its seam. She could feel her teammates' eyes on her back. They stared at her, wondering whether she actually had a plan, or if she had been driven crazy by their shared experience.

Cole shouted over the alarm, "I don't think that's going to work the way you think it is." For a moment, she wanted to turn and snap at him, but she swallowed it down, her finger finding the micro-trigger on the sonic knife.

The blade began to vibrate, its sonic energy bouncing between door and wall, setting up a vibratory loop of feedback that redoubled, growing stronger and stronger and stronger with every pulse. Diego yanked on the handle, putting all of her weight against it, using it as a pry bar. The others remained silent, watching as she struggled with the door, but the moment she forced it open farther than an

inch they were all there, hands stuck into the opening, working together to force the door open.

The panel shuddered, and then slid completely away inside the wall.

"Follow me," Cole said urgently. "I think I know the way out." He darted into the hallway, the others following right behind. Diego looked at the sonic knife in her hand and considered keeping it.

A moment later they were gone. She spent what seemed like a long moment alone as the others like her sprinted away, racing against the self-destruction the Life Foundation had installed and set in motion.

Finally Donna Diego dropped the sonic knife. It was still active when it hit the floor, breaking the tiles on which it lay. As she stepped over it to follow her comrades, a tiny tendril of symbiote curled from the edge of her hairline at the base of her neck.

* * *

THE TRUCK bounced along the desert track, hydraulics creaking as the tires lifted and struck back down when the shockwave passed over. A crack appeared in the lower corner of the windshield and raced across to the other side. Rocks and bits of debris pelted the metal roof of the cab, sounding like hailstones.

Something with weight and mass struck the hood in a stream of smoke, bouncing off to the side, leaving behind a dent large enough to cradle a small child. The paint in the dent flaked up and blew away as the truck continued to race through the desert ahead of the rolling dust storm created by the explosion.

Phil wished he'd never gotten the job there. The benefits were good, the pay was okay, but go to work for a secret organization and you might find yourself in the middle of

the desert, running from the huge explosion that destroyed your workplace. Running with a rope of alien schmutz wrapped around your throat.

He *really* wished he had kept his job driving a forklift in that warehouse in San Antonio. Phil glanced over at the man who sat next to him, taking up more than half the bench seat even though he was leaning against the door. He had brush-cut blond hair and a square jaw and a lot of muscle. Slabs of it under his clothes. One massive arm lay along the back of the seat they shared. From that arm a snake-like coil of black... *something* had wrapped around Phil's throat.

It still hurt to swallow where the coil had constricted to show him just how dangerous it was. His Adam's apple felt like it had been creased permanently.

"E-excuse me, sir." He swallowed and it hurt. "D-did you say San Francisco?"

Eddie Brock looked out the window at the falling embers.

"Roland Treece betrayed us, sought to keep us from protecting those innocents at the park." He said it as if it meant something to Phil. Which it didn't.

Phil thought the swirling trails that marked the falling embers were pretty, reminding him of something he might see at a party. He hoped he would live to attend another party.

"He's about to learn how badly he failed," Venom said. He turned away from the window and nodded to Phil.

"Yes, driver." He pointed out of the cracked window. "To San Francisco, and don't spare the horses." He chuckled at his own joke. "We have places to be, things to do, and entrails to devour."

Phil hoped he was kidding.



FRISCO KILL!



**Marin County
San Francisco Bay Area, California**

“THAT... THAT’S *impossible.*”

Crane stared at the bank of security monitors that covered the grounds of Roland Treece’s estate. One of them showed the night watchman, unmoving and sprawled in the shrubbery by the twelve-foot stone privacy wall that surrounded the grounds.

“I personally custom-designed Mr. Treece’s security plan.”

The next monitor showed another guard, face down on the porch in front of the main entrance to the house.

“The positioning of the guards, the cameras, the trip beams—”

The third monitor showed a guard slumped in a heap at the base of the sweeping staircase that led to the second floor.

The floor he happened to be on.

“Everything was taken into consideration. It was perfect!” Crane shook his head. “Nothing could have gotten through without sounding a dozen alarms. Nothing...”

“Ahem.”

He turned at the small cough, his sentence trailing off.

“...human?”

Standing in the doorway, filling it entirely, was a hulking blue-black monstrosity with dagger fangs, razor-sharp talons, and a lashing, dripping tongue. A figure with which he had become alarmingly familiar.

Venom stared at him with blank Rorschach eyes.

Crane backed up against the monitor console.

“You,” he said. “Y-you’re that thing. The one that broke into the Treece building, down in the city.”

“Awwwww!” Venom tilted his head and smiled. “How sweet. You remember us.”

He stepped into the room. His mass grew with each footfall, the symbiote adding muscle and increasing his size until he loomed over the head of security, saliva running from the gums of his lower teeth.

“We require information,” Venom continued, “and returning to Treece’s business headquarters is too risky. So we’ve come here to find out why he’s offered to ‘renovate’ a park in San Francisco, a plan that could destroy a society of innocent people living beneath that park.”

He paused halfway across the room, glancing up at the monitors, taloned hands held at a menacing angle.

“You’re going to tell us... aren’t you?”

Crane reached under his black jacket, pulling out a pistol.

“Not in this lifetime.”

With a rapid, practiced move he lifted the gun and pointed it at Venom. He didn’t aim—they were too close for him to need to. His finger jerked the trigger rapidly, and he rode the recoil as he unloaded the clip into Venom’s chest. A dozen bullets slammed home, knocking the intruder back as if he was a punch-drunk featherweight in the ring with a seasoned champion.

As Venom staggered against the wall, the head of security seized the opportunity and dashed through the door, sprinting down the ornate hallway.

Move it, Crane, he thought. You know from experience that bullets won't stop that monster for long.

The passage flew by in a blur as he ran. He turned the corner and found what he was looking for: a six-foot-high steel oval, set in the wall, with a keypad alongside it. He punched a series of numbers into the keypad. With a whisper, the panel opened.

Made it, he thought as he stepped inside. As Mr. Treece's security advisor, I helped design this safe room. It'll do the job. Turning to a matching keypad on the other side, he typed in another series of numbers. The door swung back into place until it sealed with a *click*.

That solid-steel door was built as a barrier, protection against kidnappers. It should be just as effective against—

A harsh screech came from the outside, and grew louder with each passing second. Then the edges of the eight-inch-thick door crumpled like a Styrofoam cup. Black spikes jutted through and the door was slowly peeled out of its opening with a great groaning of metal being forced into shapes it did not mean to make.

“Peekaboo!” Venom said, holding the steel barrier over his head. “We see you!” His tongue waved between rows of sharp fangs as he grinned, stepping through the empty hatch. Crane hit a red button on the keypad beside the door and a visible series of bright red beams formed a crosshatch barrier that blocked the murderous symbiote.

“Nice try, monster,” he said, “but that laser grid will cut you to ribbons if you try to get to me.”

Venom studied the grid, tilting his head from side to side. Then he smiled and stretched out his arm.

“In that case, it's a good thing we don't have to get to you to *hurt* you.”

A thin tendril of inky blackness unspooled from the back of his wrist. It lanced through the air, weaving between the lasers, shooting forward to lash around Crane's neck like a noose. The tendril spun around Crane's throat, then spilled up onto his mouth.

"We always wondered how long a man could live without breathing," Venom continued. Two waving stalks of the dark goo reared back, dancing in front of his face for a moment before darting up Crane's nostrils, plugging them completely.

"One Mississippi, two Mississippi—"

Unable to breathe, his vision going dark, and panic chewing at his brain like a starving rodent, Crane reached over with a trembling hand and pushed the red button again as he dropped to his knees.

In a blink the laser grid disappeared.

Venom knelt before him as the patch of symbiote pulled away from his mouth and flipped back to its host. Crane sucked in oxygen in great heaving gasps that rocked his entire body. After what seemed like an eternity the darkness disappeared from his vision, the panic subsided, and he felt mostly normal.

And then he looked up to find Venom grinning at him.

"Better," the hulking figure said. "Now about that information," he continued. "Do stick to the truth. Nothing cute, nothing heroic." As if to bolster his point, a new tendril crept across the air toward Crane's face.

"Or you might not see tomorrow—"

The tendril froze in the air and hardened into a pair of needle-sharp spikes, so close they scratched his glasses.

"—literally!"

Venom's voice was gleeful. He seemed to revel in instilling such raw terror. Crane gulped and nodded, causing the tips of the symbiote blades to leave more scratches.

"Treece's money buys my loyalty... not my life," the security chief said. He paused to gather his thoughts, then continued.

"What you want to know began in 1906," he said with the tone of a narrator. "A foreign power, hostile to the United States, sent a secret shipment of gold bullion to finance a group of anarchists. They thought that if our government was overthrown, the U.S. would be ripe for conquest—but they didn't count on the great earthquake.

"The only men who knew of the treasonous plan died in the quake, their blood money buried beneath the rubble. In the aftermath, the city built over the debris. Then a park was placed there, and the gold remained forgotten for generations.

"But some months ago, while acquiring antiques for his private collection, Roland Treece discovered a credible document that showed where the gold was to have been stored, in old San Francisco. Using historical accounts and computer-generated recreations, he determined where the treasure would be located, and established the park renovation scheme to explain any activities he might need to recover it. When Treece sent in the Diggers, he discovered that there were people *living* beneath the park."

Venom nodded, since he'd been there when that had occurred.

Crane continued to talk.

"Since the gold is *technically* on public property, the city could claim it—but only if they knew about it. That's why charges are being set off at sunrise, ostensibly to level the area for landscaping. Instead, they'll be directed downward to eliminate potential witnesses."

* * *

VENOM SNARLED angrily, and his fist lashed out, smashing Crane in the face with such force that his glasses shattered.

“Treece seeks wealth,” Venom said as Crane bled from nose and mouth. The red fluid dripped onto the floor. “At the cost of innocent lives?” He reared up to his enhanced height to an impressive eight feet. “Never!”

He stood looking down at Crane and began to bathe him in symbiotic webbing. Once the man was thoroughly cocooned and attached to the floor, Venom rose and stepped outside of the safe room. He picked up the steel door—which weighed as much as a truck—as if it were a child’s toy and shoved it back into the opening. The misshapen hunk of steel didn’t want to return to the frame it once filled, so he had to hammer at it to drive it home. The pounding echoed through the hallways.

“That should prevent Treece’s underling from warning him.” He turned to leave. “It’s almost daylight; those explosives could be triggered at any moment.

“We’ve got to get back.”

2



San Francisco, California

THE FOG in the park lay close to the ground, thick and soupy, making everything appear hazy and indistinct. It crawled up into the branches of the tree and made his suit feel clammy against his skin as he crouched there, contemplating his situation. Other than some construction workers and cops, he appeared to be the only person in the area—no surprise, since the sun had just begun to rise.

Okay, now what? Spider-Man thought. Venom and I had a truce, but I couldn't let go, had to come here from New York looking for him. Out in the desert he mentioned the name Roland Treece.

He shifted on the branch, getting more comfortable.

According to social media, the man himself will be here this morning. He tried to pick out details in the thick mist. But I still don't know how that's going to help me find—

Blurry movement caught his eye. He turned his head, unsure whether he had seen anything.

But something told him that he had.

Peering across the park, he scanned the dim shapes of the trees around him. After a long moment there was

movement.

Swift movement, *hulking* movement.
Venom?

* * *

HE LEAPED from branch to branch, landing and launching nimbly, carefully choosing only the thickest ones that wouldn't shake too much under his weight. He was glad for the fog and enjoyed the cool, slippery feel it gave to his skin. Dark shapes moved along the parkway path beneath him.

"That's it," he whispered to himself. "Quietly. We mustn't disturb the nice policemen."

None of the dark shapes looked up. Satisfied that he was still unnoticed, he shot webbing at one of the taller trees, likely dating back to the park's origins. He jumped, pulling on the web line and swinging away from the people below.

"We'll have a better chance of accomplishing our mission if no one knows we're he—"

From the obscuring fog came a red-and-blue streak that crashed feet first into Venom's chest, knocking him from the air and riding him to the hard ground below like a surfer negotiating a tsunami.

"Don't know why you want to kill that Treece guy," Spider-Man said, not bothering to whisper, "but I'm going to see that you don't!"

They crashed hard, with Venom taking the brunt of the impact and Spider-Man in a position of power. The Web-Spinner didn't give his dazed opponent even a moment to recover, raining blows down on his head and face. He wasn't holding back, either, using the full measure of his spider-strength. The symbiote slid sideways from the punches, twisting around Eddie's head like a rubber mask.

“I knew I should never have let you go!” Spider-Man gritted as he punched.

Wham!

“You’re insane!”

Wham!

“Bloodthirsty!”

Wham!

“There’s no way you should be free to—”

Enough!

Flat on his back, Venom slung his arm up in defense. The symbiote poured off of it in a wide stream of blackness that wrapped around his opponent from waist to chin, knocking him backward, securing his arms, and stopping his attack. Spider-Man struggled but the symbiote kept pouring on, covering him more and more until he fell to the ground, mummified except for his head.

Venom rose to his feet, shaking off the effects of the blows.

“We don’t have time for this,” he growled. His assailant was completely helpless, every part of him locked in a prison of ooze. Venom stood over him, his muscular arms and legs laid bare thanks to the expenditure of symbiotic matter, but his chest and face remained transformed. Threads of his costume still ran from Venom’s form to the straightjacket cocoon.

“If Treece completes his plan,” Venom said, “an entire society of innocent people will die. On their own, they won’t stand a chance.” He crouched closer. His voice changed from his normal alien snarl into something more... plaintive.

“You’ve got to help us, Spider-Man.”

The Web-Spinner couldn’t believe his ears.

“Help you?”

“Please.”

* * *

SPIDER-MAN STARED at his enemy. Venom's expression was pleading.

I don't get it, he thought. Ever since Eddie joined with that living costume, all he's wanted is to kill me. Now, when he can, he asks for help?

His mind rolled around the possibilities.

The only thing that's ever mattered to him as much as my death has been the protection of innocents. So, if he's willing to let me live, I have to believe he's telling the truth.

"All right, Venom," he said. "Talk."

3



“ALL SET, Mr. Treece.”

Roland Treece turned away from the bulldozers and backhoes digging up the playground in the park. From his position next to the construction trailer, he surveyed his security forces stationed around the site. They seemed uncomfortable in their off-the-rack two-piece suits and ties standing in the dust and the dirt and the mud.

He paid them enough to deal with it, and didn't care whether they were comfortable.

He wore a hard hat, as did the blond, bearded man standing in front of him. Except the man's hard hat was dirty and scuffed, and the yellow had faded to a hard cheese color. Treece's helmet was slick, shiny, and new.

“Excellent, Coppersmith,” Treece said to the man. “I trust the *advance* I paid you was sufficient to ensure everything will go as planned?” Treece leaned closer, voice a conspiratorial whisper. “Have you earned your pay?”

The man nodded so vigorously that his beard brushed the top of his chest.

“That I have, sir.”

Treece nodded his appreciation.

“Everything is primed,” the construction engineer said confidently. “Just push the ignite button in the command trailer, and San Francisco’s in for one *heck* of a wake-up call.”

“Better idea.” The voice came from behind them. “How ‘bout letting the city sleep in today?” Both men jumped, then turned to find Spider-Man and Venom crouching on the edge of the trailer like vengeful gargoyles.

“Matter of fact,” Spider-Man quipped. “I insist!”

“So do we,” Venom snarled.

Out of the corner of his eye, Treece saw one of the security guards pull his gun and point it at the two intruders. He threw up his hand, signaling for the man to stop.

“Wait!” he cried. “The police expect the noise, but the gunshots would bring them running. There’s another way.” He pulled out his phone, quickly opening an app and pushing a button. “Jenkins! Get your crew here on the double.”

Venom leaped from the top of the trailer to land near a massive bulldozer.

“Oooooo, decisions,” he said gleefully. “What should we break first?” His tongue rolled as he spoke, dripping strings of spittle. “Your nose, your neck... or what passes for your spine? How about everything?”

He shoved both hands underneath the heavy steel tractor. Muscles swelled beneath the living alien costume. He gathered biomass as the symbiote made him stronger, and then stronger still. His muscles seemed to multiply, splitting and growing into new ones. Mouth hanging open, he grunted with the effort and lifted the rear of the bulldozer into the air. Mud dripped from the tracks as he held the massive earthmover above his head.

Spider-Man stared, speechless.

I had no idea Eddie was that strong.

It was, frankly, terrifying to think of someone as unstable as Eddie Brock wielding that much raw physical strength. During his own time wearing the alien costume he had been both faster and stronger than normal—but this was a whole new level.

Was there a limit to how strong Venom could become? Another terrifying thought crossed his mind: What if the symbiote left Eddie and bonded with someone even *more* powerful? Someone like the Rhino.

Or the Juggernaut.

Or the Hulk.

There was no telling what might happen if the Hulk's elemental power were mixed with the unstable, often murderous alien symbiote. It was simply too horrifying to contemplate, so he shook off his amazement and began to move. Whatever might happen in the future, in the here and now he couldn't allow Venom to crush anyone—not even Roland Treece.

Venom strained under the weight, turning the bulldozer to aim it at Treece. Before the Web-Slinger reached him, however, he was thrown off balance when the massive weight was snatched away.

"Wha—?"

Venom spun around to find the bulldozer in the clutches of a Digger. Two more Diggers moved up behind the one that held the earthmover.

"Ah," Venom said, "Jenkins, we presume. Treece's junkyard dog."

The reply came from the exo-suit's external speakers, sounding modulated and tinny over the grinding noises of the mech.

"Yer a reg'lar Sherlock Holmes, pal!" With that the Digger began to twist, swinging the massive bulldozer in its grip. "So try deducin' yer way outta *this*."

The Digger snapped forward, flinging the bulldozer at its opponent. Venom leaped out of the way as it hurtled past

and crashed into the ground. The wide blade dug into the earth, carving out a deep furrow, causing the machine to flip end over end. It rolled in a path of destruction, flattening trucks and stacks of supplies until it crashed into a tanker truck. The eighteen-wheeler stopped the bulldozer's momentum, but the impact creased the long aluminum tank and took it off its wheels.

The truck rocked over, then lay on its side.

Within the crease there had to have been a puncture. The contents of the truck began to trickle onto the ground where it lay.

Venom moved over to his uneasy partner. "We've fought these mechanisms before, Spider-Man," he said. "They're called Diggers. There are men inside—men who are anything but innocent."

Before the Web-Spinner could respond, the Digger swung its arm toward them. The end of it turned with a *click-click-click* as it reconfigured its implements, searching for one that would do the most harm.

"Their tools make formidable weapons."

A device locked into place at the end of the Digger's arm—a series of tubes and parts that looked vaguely like the pipes on an organ. It began to whine and vibrate, then unleashed a blast of pulsing energy that rippled the air and smashed into the ground. They leapt in opposite directions, narrowly avoiding the explosion of dirt and mud that flew everywhere as the pulsing blast dug a four-foot-deep trench.

"That sonic shovel, for instance," Venom said. As if it heard him, the Digger swung its arm, chasing Venom as he bounded to stay away from its blast. The shovel carved a series of trenches along the ground, from the crushed tanker truck all the way to the command trailer.

"Then get out of its range," Spider-Man shouted. "I'll try to throw off its aim."

He shot a stream of webbing at the suit's arm. It struck just behind the pulsing device, latching on firmly. He set his feet, and then yanked on the web line as hard as he could, using all his proportional spider-strength. There was a high-pitched *SPANG* as the sudden torque snapped something in the suit's arm, causing it to swing wildly in a one-eighty-degree arc. Pulsing sonic energy continued to pour out as Spider-Man tumbled to the ground, unprepared for the sudden release.

A tinny scream made him jerk his head.

A second Digger suit staggered, the glass viewport filled with white smoke coming from the inside. The mech's arms flailed, the right one glowing with some kind of blue-toned energy that formed a giant spade-like blade.

Oh man, Spider-Man thought. Sonic beam hit the faceplate on that other one. The guy inside is losing control.

The newly damaged mech twisted, the energy blade at the end of its arm sizzling through the air. It stumbled forward as the pilot fought to regain control. The energy blade struck the first Digger just above its legs. The result was a thick roil of black smoke as the Digger immediately turned liquid under the energy blade that passed through solid steel as if it were warm cheese.

Talk about two birds with one stone, Spider-Man thought.

The top half—containing the pilot—crashed into the dirt while the bottom half simply settled downward, the joints of its legs compressing, until it seemed to squat. Hydraulic fluid, oil, fuel, and other liquids shot out of both pieces like dirty, greasy, clinging rain.

* * *

THEY CROUCHED in the bushes watching the battle between Diggers and superhumans, both of them stunned at the sheer destructive forces being unleashed in what was once a safe place. A place they and their kind could use as an entry and exit to their home. Over the years since Sanctuary had come into existence, they had begun to view the park as "theirs," treating it as most people would treat their front lawn.

To see it razed broke their hearts.
Would things ever be the same?

Even if the good guys won the day, the park would still have been destroyed—and without the park for cover, might Sanctuary be discovered by the outside world?

"Ethan," Elizabeth said. "I-it's Venom, and he's brought someone to help fight Treece's thugs."

"He said he'd protect our hidden city." Ethan pointed out toward the field of battle. "But, Elizabeth, look—that damaged truck is leaking fuel."

She looked where Ethan pointed and saw the rainbow-tinted stream of flammable diesel fuel that came from the broken tanker truck. Gallons of the combustible liquid formed thin rivulets that ran across the construction site and into the trenches dug by the Digger.

"How can we warn him?" Ethan added.

She desperately wanted to do so—she considered Eddie Brock a true friend, even though they hadn't spent very much time together. He had to be told of the danger leaking all around him, but she knew that if either of them stepped out to where the battle raged—a battle of leviathans—then they would be killed.

Her hand found Ethan's arm, and she said the words she hated most to say.

"We can't."

* * *

THE DIGGER he faced was trying to pulverize him with a whirring, spinning diamond drill. He dodged back and it missed, its teeth chewing up the dirt and rocks at his feet.

"That drill could probably cut through granite with ease," Venom said. The mech's arm vibrated, the steel shaking in front of his face. He clamped his hands around it, digging his talons into the metal.

Using the same symbiote-enhanced strength that had allowed him to heft the bulldozer, he applied pressure, forcing the Digger's arm up out of the hole it had made. Using leverage and strength, he forced the tip of the drill into the suit's leg. Metal screamed as the diamond-encrusted blades chewed it to pieces, shredding it in a spray of twisted shrapnel.

"Does a mighty fine job on your kneecap, too!" Venom yelled gleefully over the noise. The leg collapsed, unable to hold the massive weight of the rest of the suit. The pilot frantically worked the controls, trying to compensate, but the jerky movements caused by his panicked machinations just made the Digger more unbalanced, and it crashed inexorably to the earth.

Venom felt the impact travel up through his legs. Done with his opponent, he turned, looking for Roland Treece.

Instead, he found five members of the Jury dropping from the sky.

Just what we need, he thought.

4



SPIDER-MAN JOGGED over, dragging two web bundles of men behind him.

“Who are those guys?” Venom asked.

“Digger drivers,” Spider-Man said. “Say that three times fast.” He shook his head. “On second thought, ignore that.” He pointed at the fast-approaching Jury. “Who are they?”

“People who want to kill us.”

“They have a reason?”

Venom shrugged. “They believe they do, but we won’t be stopped in our mission to save the innocents, no matter how justified their complaint may be.”

That statement made Spider-Man feel vastly conflicted. He wanted to believe Venom had changed—that he was a good guy now, having seen the light—but he had done things, terrible things, not so long ago. Should he get a pass on that, no matter what his heart’s intent might be now?

He didn’t know.

He wished Uncle Ben was around to ask.

Yet he wasn’t. There was only Peter—Spider-Man—doing his best to live up to his uncle’s example.

So he tucked the bundled men into the shadow of the Digger that Venom had downed. The heavy equipment, though no longer functional, still would provide shelter to the drivers he had captured.

Because apparently, the battle was not over.

"There's still one more Digger somewhere," Spider-Man said. "I lost it in the chaos and the fog."

"It will come back," Venom said. "They're like fleas. You can't shake them without eating the whole dog."

"I don't think that's a saying."

"Sure it is."

"Maybe you should work on your banter," Spider-Man suggested.

"How do you suggest we do that?"

"Watch more stand-up comedy. Maybe take a course at community college."

"Maybe we'll *teach* community college." Venom looked over, grinning broadly. "We could be Professor Venom."

"See... that was better."

"We can banter."

* * *

THE FIRST Jury member swooped in front of them, using his jet thrusters to hover in the air above their heads. The other four members were closing in as well, flying slower on their hoverdiscs.

"We're not here for you, Spider-Man," he said. "Thank you for your help, but we'll take care of this thing-faced freak from here on out. You can go now."

Spider-Man turned to Venom.

"I guess he didn't get the memo that said we're working together."

Venom shrugged. "Maybe he just didn't believe it."

"I don't blame him. I barely believe it myself."

“Your words cut us deep.”

The other four newcomers pulled alongside the one with the jet thrusters.

“This freak show is standing in the way of progress,” the first one said. He looked a lot like an Iron Man rip-off. In fact, they all did to one degree or another. “That will not be allowed, so either get out of the way or get hurt, Spider-Man.”

“What’s the rundown on these guys?” the Web-Slinger asked.

“Well, they have dumb names, so I might not get it completely right.”

“Hey,” Spider-Man said. “I don’t think we can throw stones.”

Venom swung his hands, pointing at the rocky soil around them.

“We have plenty of stones we can throw... at *them*.”

Spider-Man shook his head. “Seriously, community college.”

Venom pointed a talon at the Jury member with the jet thrusters. He was using his talent for remembering details. It had always come in handy when he was writing a story. It came in even handier when dealing with paramilitary soldiers who wanted his head on a pike.

“That guy is named Sentry,” he said. “As far as I can tell, he just flies faster than the others.” Venom moved his finger over, indicating their foe with the glowing fists. “That one there, he’s called Firearm, and he has plasma gloves.”

Spider-Man pointed at the Jury member with the giant gun swivel-mounted to his chest. “Let me guess, that guy’s called Big Cannon? Or Chest Gun?”

“He’s Bomblast, and you don’t get to complain about our bantering anymore.”

Spider-Man nodded. “That was pretty weak.”

Venom pointed at the Jury member on the outside of the pack.

"That guy has some sort of repulsor ray, and he's called Ramshot. The one next to him, with the metal arm, is Screech."

"Screech? Like in *Saved by the Bell*?"

"Screech."

"Does he make bird sounds?"

"Sonic cannon."

"So, really *loud* bird sounds."

Abruptly, the one called Sentry swooped to the front of the pack, balanced on his hoverdiscs.

"You guys shouldn't be making fun of anyone."

Venom turned to Spider-Man. "He's right. We should not be attacking them with words." In the blink of an eye, the hulking symbiote crouched and leaped. He flew through the air and slammed into Sentry, latching onto him with his claws and wrapping thickly muscled legs around his waist.

Venom's hand covered Sentry's face mask and he yanked it back, causing the Jury member to begin to bank left, back toward the ground. Venom rode him, leaning out and tossing a web line back down to one of the earthmovers. The web line anchored itself to the heavy machinery. Taking the end in his hand, he wrapped it tightly around Sentry's neck, tethering him to earth.

Then, at close range, he shot a glob of webbing into Sentry's face, blinding him completely. Talons formed in his feet and dug into the top of Sentry's thruster boots. He shoved downward with all his strength. The magnet locks on the thruster boots stayed in place, but the material to which they were sewn tore like wet newspaper. One of the boots malfunctioned completely, becoming a sputtering gout of intermittent thrust. The other continued to fire properly, but twisted around Sentry's lower leg and pushed him sideways.

Sentry tried to regain control of his suit, his flight pattern a chaotic zig and zag at the end of the tether.

At the sudden onset of violence, the other Jury members quickly scattered so they would not be caught up in their fight leader's flailing. Venom let go and fell backward in a graceful triple flip that would have won him gold were he an Olympic diver. He landed in almost exactly the same spot as he had left, right beside Spider-Man.

He looked over, grinning wildly, and bowed with a flourish.

“Ta-da!”

Spider-Man simply shook his head. This team-up seemed to have him doing that a lot.

Bomblast swooped down, strafing the ground where they stood, forcing them both to jump away. Spider-Man tumbled and flipped acrobatically, landing on top of an overturned backhoe. The Juror swooped around for another run.

Venom was onto something, he thought. We have to get these guys out of the air.

The large gun strapped to Bomblast's chest began spitting plasma bolts in his direction. The Web-Spinner stayed where he was, not moving aside. He gauged the wind and the rapidly shrinking distance between them. As the plasma bolts struck the backhoe, burning neat little holes in the steel of the machine, he flung out his webbing, letting the wind arc it back to where he wanted it to be.

The web line latched onto the hoverdiscs underneath Bomblast's feet. Working quickly, he lashed his end of the web around the backhoe's frame and yanked, putting tension on the line with all his spider-strength. The discs tilted down drastically in the front, helped along by the forward weight of the oversized plasma cannon.

Suddenly, the hoverdiscs weren't holding Bomblast up but propelling him *down*. He began swinging his arms, seeking balance, but it was too late. He pitched forward, crossing his axis and winding up head-down with the discs pushing him to earth at a rapid speed.

The crash was spectacular.

One more down, Spider-Man thought. Who's next?

* * *

VENOM TORE a twisted chunk of metal off one of the fallen Digger suits and slung it. It flew through the air, heading toward Firearm like a missile. His aim was true, and fast enough that the Juror had no chance to swoop out of the way. Instead, he turned his plasma gloves on the projectile and cut his way through it in a spurt of melted steel.

“Nice try, you freak,” Firearm said. “Now I’m going to do the same to *you!*”

He leaned forward, swooping down toward his target, his fists crackling with energy. He was flying so fast he left twin streaks of light trailing behind him in the early morning gloom. Venom jumped, trying to twist away, but Firearm was too fast; he caught the symbiote across the shoulders with one of his plasma-charged fists.

Painpainpain...

The blow lit up Venom from the inside, making his nerves scream as the symbiote burned where they had been struck. Venom fell to the ground and twisted to avoid another punch. Firearm dropped to the earth, his hoverdiscs receding into the bottoms of his boots. Stepping toward Venom, he rolled his shoulders and shook his hands loosely. Gobbets of magenta-colored plasma dripped to the dirt as his gloves reached full charge.

Where the particles landed, the ground sizzled and pooled.

Venom lay in a crouch, holding up his hand in a weak defense as he flinched away.

“Oh, I’m going to enjoy this,” Firearm said. “I’m going to beat you like a red-headed stepchild, and then I’m going to

turn you over, broken and beaten, to General Taylor and let him finish the job for Hugh."

"Please," Venom pleaded, hiding his face. "Please don't hurt us. We've been hurt too much already."

"That ship has sailed, freak." Firearm leaned over his fallen foe. "I'm driving your bus to Hurt Town." He raised a plasma-coated fist and swung with all he had, energy crackling, causing the air to stink of ozone.

Venom exploded into action.

In a flurry of speed and superhuman strength, he leapt to his feet, closing his gigantic taloned hands around Firearm's wrists, behind the plasma emitters. The energy crackling around them caused pain to the symbiote, but he only had to endure it for a few moments.

He grinned fiercely in Firearm's face.

"What you should know," he said, "is that we are the *mayor* of Hurt Town!" Holding his opponent like a puppet, he began using both of the plasma-charged fists against their owner, punching Firearm in the head with them. Quickly the charged particles began to melt Firearm's face mask and helmet.

"Stop hitting yourself!" Venom repeated with each impact. Within moments Firearm went unconscious. Venom let the Jury member fall to his feet, where the man lay in the dirt. Then he turned to find Spider-Man staring at him.

"What?" he said. "We are bantering. We like it!"

They turned to face the last two Jury members.

* * *

RAMSHOT AND Screech landed and surveyed the destruction visited on their teammates. Spider-Man raised his hands, palms out.

"You know, you guys could just walk away from this. Just because you fell in with a group of bad apples, doesn't

mean you have to suffer being applesauce with them." He shook his head and waved away his own words. "Sorry, sorry, forgive me—that was terrible. I'm better than that." He jerked his thumb toward Venom and added, "This guy is the *worst* influence."

"He's a murderer," Ramshot said. "We won't stop until he's dead."

"He killed someone you know?"

"General Orwell's son, Hugh—one of the best men I've ever met."

Spider-Man turned to Venom. "Is that true?"

"They say it is." After a moment, he added, "It is."

The admission brought back all of Spider-Man's doubts. What was he doing working with someone he knew was insane?

"Do you feel bad about it?"

"It's no use going back to yesterday," Venom said. "Because I was a different person then."

"We're going to make you a different person *now*," Screech yelled, unleashing a blast of sonic energy from the cannon on his wrist. "We're going to make you a corpse."

Ramshot joined in, firing his repulsor in Spider-Man's direction. Venom and the Web-Spinner both sprang into the air over the top of the blasts, then dropped back down directly in front of their attackers.

Spider-Man shot a wad of webbing onto Ramshot's hands, covering the weapons in the palms of his gloves. The webbing glowed and sizzled as the repulsor's particle beams began melting it like fiberglass. He would only have a few moments before Ramshot could blast him at point-blank range.

Thankfully he only needed one of those moments.

Firing a short burst of webbing onto Ramshot's boot, he jerked up, pulling the soldier's feet out from under him. Ramshot went down, *hard*. As he did, his repulsor rays burned through the webbing and fired straight up into the

air in a blast that singed the front of the Web-Slinger's mask.

Whoa! he thought. That was close. I wonder if I have any eyebrows left.

The repulsor also drove Ramshot into the ground. Before his opponent could react, Spider-Man lashed out with a kick that caught him in the side of the head. The combined force of the impacts put him down for the count.

* * *

BEFORE VENOM could launch his own assault, Screech managed to use his sonic cannon to blast the symbiote in the stomach. The pulsing sound energy made Venom feel as if he had been hit in the gut with a sledgehammer, but he pushed aside the pain and slashed with his talons.

Screech blocked with his metal arm. Whipping it around, he grabbed Venom by the throat. Cybernetic fingers began to crush his windpipe, and Venom's tongue lashed out over his teeth, whipping around Screech's wrist. He twisted, using his sheer size as an asset, and slammed his shoulder into the Juror's chest, knocking him several steps backward.

The cannon came up again as Screech tried to unleash another powerful blast, but Venom was already there, inside the circle of Screech's reach. He drove his fist deep in the man's stomach, causing him to fold in half. He then drove his other fist down across the man's neck. He didn't feel a snap, but Screech dropped as if his neck had been broken.

"He's still alive, isn't he?" Spider-Man asked.

Venom tilted his head as if he was listening.

"As far as we can tell."

The Web-Spinner remained silent for a moment, then asked, "Isn't that all of them?"

“It is,” Venom said. “That’s the entire Jury—five angry men.” Before Spider-Man could respond, he raised his hand and pointed. “But we’re going to have to do something about that.”

The last Digger came lumbering through the fog.

* * *

“HE’S RUINED everything!” Roland Treece screamed. “They’ll take away my business, my reputation, even my freedom.” Venom turned to find Treece pointing his finger, his face going purple with fury.

“Damn you, monster! I may have lost, but you won’t win!” Treece turned and ran toward one of the construction trailers, jumping over the diesel-filled trenches carved by his Digger.

“I’ll still set off the explosives!”

“He’s heading for the command trailer,” Venom said. “He’ll kill hundreds, just out of spite.” He shook his head. “And he calls us ‘monster’?”

Spider-Man leaped over the top half of the dissected mech suit. “I’ll hold off the Digger,” he shouted. “You get Treece.”

“Indeed we will,” Venom said.

“And nothing on Earth will stop us.”

5



VENOM STALKED across the construction site with murder on his mind. Behind him he could hear the sounds of Spider-Man battling the last Digger. There was clanging, and banging, and crashes—followed by a muffled roar and a *whoosh*.

He stepped over puddles and thin streams of shiny liquid, not really noticing them or their raw silk smell. As he did, sparks landed around him. Before he could react the puddles and streams turned into rivers and lakes of fire. The flames raced along the spilled diesel fuel, burning hot and filling the air with a black sooty smoke.

The heat of the flame caused the air to dance with waves.

“Fire!” Venom cried. “Surrounding the trailer, blocking our way.”

Refusing to be denied his vengeance, however, he ran toward the flames, each step causing him pain. The symbiote was in agony, and it felt as if millions of hot needles were puncturing him from the top of his head to the bottoms of his feet. The closer he came to the wall of fire, the more it felt like he was challenging the flames of hell.

Coming close to the trailer door, he reached for the handle. Shifting in the breeze, the fire whipped back and forth in front of him. As his hand drew closer to it, the black ooze of the living costume fled back up his arm, exposing his human hand. The symbiote's pain was combined with burning human flesh.

Yet that wasn't his primary concern.

* * *

SWEAT DRIPPED from his brow, running alongside his nose and soaking his goatee. The temperature rose like a rocket as the trailer turned into an oven. Treece didn't even question why—his entire focus was on the detonation switch in front of him.

It came down to this. All of his work. All of his suffering. All of the things he'd been forced to do. The compromises. The sacrifices. It was...

All.

For.

Nothing.

All that lay in his future was humiliation and prison. If he were even allowed to live. If he wasn't killed at the hands of that freakish alien monstrosity.

Push one button and it all ends, he thought.

One button...

* * *

“SPIDER-MAN!”

Venom spun, calling for the Wall-Crawler. He spotted Spider-Man clinging to the last mech suit as it tried to dislodge him.

“No good,” Venom muttered to himself. “He can't hear.” So he turned back to the flames. “It's up to us alone.” Again

he stretched his hand out, and once again his symbiote retreated, crying out in his head, urging him to flee—but he refused to listen.

“We may die in the attempt, but could we truly live if we didn’t try?”

The symbiote still whimpered in his mind from the pain and its fear of the fire, but it stopped trying to force him away.

“We must do it! Do it now.”

The symbiote unspooled from Brock’s arm, racing through the flames as they screamed in agony.

* * *

HIS FINGER rested lightly on the detonation switch.

There was no pressure—only trembling contact.

“Push one button and it all ends.” He repeated it over and over like a mantra, as if all other conscious thought had fled. Perhaps it had. He knew what he had to do.

“One button...”

The trailer wall exploded in a shower of debris. Something that looked like a black wrecking ball came barreling through, narrowly missing his head. Roland Treece jerked away from the button and nearly fell to the floor, shrieking in panic.

The wrecking ball morphed into a thick black stream that spun around him, binding his arms to his sides and wrapping him in a viscous chrysalis.

“Let go!” he screamed, his voice shrill. “Let go of me!”

* * *

“DON’T LET go!”

Eddie Brock spoke to his Other. He stood in front of the wall of flames, nearly naked. The heat scorched his bare

skin in first- and second-degree burns. He was still connected to the symbiote, but most of it had unraveled from his body and stretched into the flames. The fire sent pulsing waves of pain and fear and nausea through the symbiote and back into Eddie.

“Ignore the burning,” he screamed. “We can’t give up! Can’t—”

Suddenly there was weight on the other end of the black. It had achieved its goal.

“—and won’t!”

He heaved with every fiber of his being, pulling the symbiote back. It came flying out of the wall of fire, burning and smoldering as it did. At the end of it was a mass, a pupa containing a living being. Brock dropped to his knees, pulling it toward him. Then he began batting out the flames as the ragged symbiote flowed back onto his body.

* * *

SPIDER-MAN RODE the Digger to the ground.

This is the last—

Huh?

Across the construction site, he spotted Brock as he tried to put out a flaming form the size of a man. Brock was all but naked again.

Venom? On fire? he thought.

Quickly Spider-Man scrabbled over the front of the fallen Digger and crouched over the viewport. The pilot inside looked up at him with an expression of raw fear. As the Web-Spinner drew back his fist, the pilot raised his hands, shaking them back and forth as if that alone would stop him.

“Sorry, friend,” Spider-Man said, “but to paraphrase my unlikely partner, ‘I don’t have time for this.’” His fist fell like a battering ram, smashing the glass that remained

between him and the pilot. The blow sent the guy to dreamland.

Then he leapt from the mech to the ground and sprinted over to where Brock knelt beside an unconscious—but alive—Roland Treece. The symbiote flowed over his face, until once again Brock was covered from head to toe in black. Smoke rose alarmingly from his body.

Venom didn't look up. He just knelt in the dirt.

"Eddie?" Spider-Man asked. "Geez, you went into the flames just to get Treece? But the agony... How could you put yourself through something like that?"

Finally Venom raised his head. He looked at Spider-Man for a long moment. The last of his hair disappeared, leaving the Rorschach eyes and toothy grin.

"Would you have done any less?"

"Well," Spider-Man began. "I..." Then he fell silent, at a complete loss for words as he thought about all that had happened since he arrived in San Francisco. Venom's question echoed through his mind, and he gave the only answer he could.

The only answer there was.

"No."

A wailing from outside of the park drew the Wall-Crawler's attention. He looked at all of the destruction around him. Machines, great technological achievements in their own right, lay smoldering in pieces on the ground. The flames, having burned through their fuel, began to die out.

Sirens, he thought. Guess I better take Venom into custody.

He let the thought sit for a long moment.

So why doesn't that make me... happy?

He turned to do what he felt he must.

And found himself alone.

He's gone.

Spider-Man leapt into a tree, clambering up into the branches to try to find some trace. *He was hurt bad, he thought, but his survival instinct must have been greater than his pain. Even greater than his desire to stay and kill Treece.*

From his height and position he spotted a few small crowds of people at the edges of the park, bystanders who had heard the commotion while getting ready for work and had come to investigate. He didn't see Brock or Venom in any of those crowds.

And with his costume's ability to mimic clothing and backgrounds he could be anywhere by now.

Anywhere at all.

6



HE PUSHED the phone closer to his face, the crowds of people moving about him with purpose, giving him no notice. Photographic instincts made him pick out interesting people, though—subjects who would make good portraits.

Like the older gentleman on the other side of the waiting area. He had white curly hair and his dark skin carried deep creases from years of living. His smile was brilliant and his eyes lively as he told some story to the young man with wide, athletic shoulders who sat next to him listening to every word, showing the appropriate respect and honor. Either of them would make a great subject, but the two of them together could win him an award.

Some other time...

He turned his attention back to the conversation he was having on the phone.

“That’s right, Mary Jane,” he said. “LaGuardia, 6:15. I’ll take a cab home.”

On the other end of the line Mary Jane asked, “Are you bringing Eddie back with you?”

“Hmmm? No, he’s still out here. Things...” He didn’t quite know how to say it. “Happened.”

“Are you okay?”

“No, no, I’m fine!” Peter Parker shifted the phone in his hand, moving it to the other ear so he could hear better over the ambient noise inside the airport. “There were times he could have made good on his past threats, but he didn’t. He seemed more concerned with saving innocents, just like he said when we made our deal.”

Peter shrugged, even though Mary Jane couldn’t see it.

“So I guess I have to believe him,” he added. “Besides, I can’t exactly move out here to California and spend the rest of my life trying to hunt him down.”

“I could have told you that,” Mary Jane said, “but I guess you had to find out for yourself.” She sounded relieved, though.

“Yeah. With his capacity for blending in, searching for him would be pretty futile. And if I tried, I’d miss you too much.” An announcement blared over the loudspeaker, indicating his flight was boarding. “See you tonight, sweetheart,” he said. “I love you.”

* * *

THE CITY workers moved with efficiency as they widened the hole in the center of the park. They lifted out wooden crates stained dark from decades of burial. A few people watched them work, but they’d been at it for days, so the excitement had worn thin, leaving only the most interested parties to stand witness.

Treeces broke, Eddie Brock thought. Told officials where the gold was. Thankfully, it’s far enough from that underground city to keep their location secret. But that puts us back at square one. No home, no purpose, no prospects. So what can we—

“Eddie?”

He turned to find two familiar faces.

“Elizabeth?” he said. “Ethan?”

She moved close to him. “We hoped you’d be back,” she said.

“The Council would like to talk to you,” Ethan said. “If you’ll come with us...?”

* * *

IT SEEMED as if everyone in Sanctuary had gathered for the meeting in the chamber. They crowded in, pressed from wall to wall, to watch him stand in front of Ethan and the rest of the Council.

“We asked you to leave, Mr. Brock,” Ethan said, “but that was after we’d seen your first battle with Treece’s Diggers. Some of us were afraid you might turn your incredible power against us.” He looked solemn, and Brock couldn’t tell where he was going with this.

Ethan hung his head slightly, shaking it for just a moment as if in shame at what he had just said. At what he had allowed previously. After a moment, he looked up and continued talking.

“Then we told everyone what you did for us, how you risked death to save us from those explosives. So we took a second vote, and agreed that we want you to stay, to be our neighbor, our ally—our friend.”

From one side of the room came a bitter voice.

“You’ll be sorry.”

Eddie turned to see the rough man wearing the eye patch and the clerical collar.

“No, Reverend Rakestraw, they won’t,” he replied firmly, confidently. “It’s been too long since we belonged anywhere, and we won’t abuse that trust.” Then Brock turned back to the Council. Inside his mind the psychic connection buzzed with a newfound happiness.

“We will be your friend, and more,” he promised, ecstatic in commitment. “From this day forward, all innocents can consider themselves under our protection.” Eddie pointed, swinging his finger around to indicate everyone in the room.

“Whoever would dare do them harm will answer to Venom.”

AUTHOR'S ACKNOWLEDGMENTS

THANK YOU to the folks at Titan who hustled to make this book happen. Y'all are rock stars—including Steve Saffel, DEO, and Cat Camacho, and Hayley Shepherd. Thank you to the folks at Marvel who let me play in your world, including Jeff Reingold, Jeff Youngquist, and Caitlin O'Connell. Thank you to David Michelinie for the story to adapt. Thank you to all the creators who conceived of—and had a hand in—creating the characters of Spider-Man and Venom, including Mark Bagley, Ron Lim, and Todd McFarlane. Thank you to the crew at Dr. No's Wednesday Night Dinners. Thank you to my girlfriend, Mony Coleman, for being gracious enough to let date night become work date night. Thank you to Sara Edgecomb for holding it down at the day job so I could have time to get this done. Thank you to my agent, Lucienne Diver—you keep rocking. Thank you to Peter and Eddie for being characters with enough depth that I could get up in your psyches and do some work. Thank you to you, the readers, for being the people who read all the book, including the acknowledgments. You rock socks and none of this is possible without you.



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